

2871377-1

Filed in the Office of the
Secretary of State of Texas
This 23 day of Feb 1977
R. Brate
Deputy Director, Corporation Division

ARTICLES OF INCORPORATION OF
CANDLELIGHT HILLS CIVIC ASSOCIATION, INC.

We, the undersigned natural persons of the age of twenty-one years (21) or more, at least two (2) 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 which will provide that the corporation operate exclusively for the promotion of the public interest and social welfare of the residents of CANDLELIGHT HILLS SUBDIVISION, engage only in activities in furtherance of its primary purpose, and conduct its affairs without profit or pecuniary gain, which would then qualify under the provisions of Section 501 and Section 528 of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended as well as Article 12.03 of the Taxation-General Volume of Vernon's Annotated Texas Statutes and the State Comptroller's Rules and Regulations as they now exist or as they may hereafter be amended:

ARTICLE ONE

The name of the corporation is CANDLELIGHT HILLS CIVIC ASSOCIATION, INC.

ARTICLE TWO

The corporation is a non-profit corporation organized pursuant to the Texas Non-Profit Corporation Act and does not contemplate pecuniary gain or profit to the members thereof and it is organized for non-profit purposes.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The purpose or purposes for which the corporation is organized are:

A. To operate exclusively for the promotion of the public interest and social welfare of the residents of CANDLELIGHT HILLS SUBDIVISION.

B. To maintain the residential character of the community, to safeguard the individual and collective property owners, to encourage improvements in the appearance of the homes and properties, to promote wholesome social and recreational activities for the adults and children, and to take concerted action on all matters which pertain to the welfare of this community.

C. To consent, approve, grant permission and otherwise perform all such functions and do any and all things that may be permitted or required by the restrictions pertaining to said subdivision.

D. To promote and supervise the beautification, care, maintenance and upkeep of said subdivision.

E. Notwithstanding any of the above statements or purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation.

ARTICLE FIVE

The street address of the initial registered office of the corporation is Room 2687, One Shell Plaza, Houston, Texas 77002, and the name of its initial registered agent at such address is ROBERT D. SHULTZ.

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:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT D. SHULTZ	3410 Candlewisp Spring, Texas 77373
RONALD ADAMS	3418 Candleridge Spring, Texas 77373
FRANK J. BREWER	3402 Candleoaks Spring, Texas 77373

ARTICLE SEVEN

The name and street address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
ROBERT D. SHULTZ	3410 Candlewisp Spring, Texas 77373
RONALD ADAMS	3418 Candleridge Spring, Texas 77373
FRANK J. BREWER	3402 Candleoaks Spring, Texas 77373

ARTICLE EIGHT

The corporation may have one or more classes of members, the designation of such class or classes, the manner of election and appointment, and the qualifications and rights of the members of each class shall be set forth in the by-laws of the corporation.

ARTICLE NINE

Any person who is a director or officer or former director or officer of the corporation shall be indemnified against expenses actually and necessarily incurred by him in connection with the defense of any action, suit or proceeding in which he is made a party by reason of being or having been such director or officer, except in relation to matters as to which he shall be adjudged in such action, suit or proceeding to be liable for negligence of misconduct in performance of duty, but such indemnification shall be not deemed exclusive of any others rights to which such director or officer may be entitled under any by-law agreement vote of shareholders or otherwise.

IN WITNESS WHEREOF, we have hereunto set our hands, this
17 day of FEBRUARY, 1977.

Robert D. Shultz

 ROBERT D. SHULTZ

Ronald Adams

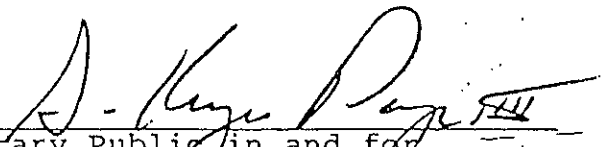
 RONALD ADAMS

Frank J. Brewer

 FRANK J. BREWER


THE STATE OF TEXAS §
COUNTY OF Harris §

I, the undersigned Notary Public, do hereby certify that on this the 17th day of February, A.D., 1977, personally appeared ROBERT D. SHULTZ, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and the statements contained therein are true.


Notary Public in and for
Harris County, Texas

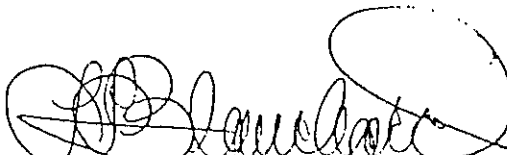
THE STATE OF TEXAS §
COUNTY OF Harris §

I, the undersigned Notary Public, do hereby certify that on this the 17th day of FEBRUARY, A.D., 1977, personally appeared RONALD ADAMS, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and the statements contained therein are true.


Notary Public in and for
Harris-County, Texas
my commission expires 6/30/77

THE STATE OF TEXAS §
COUNTY OF Harris §

I, the undersigned Notary Public, do hereby certify that on this the 17th day of FEBRUARY, A.D., 1977, personally appeared FRANK J. BREWER, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and the statements contained therein are true.


Notary Public in and for
Harris County, Texas
my commission expires 6/30/77