

The State of Texas

Secretary of State

MAY 18, 1990

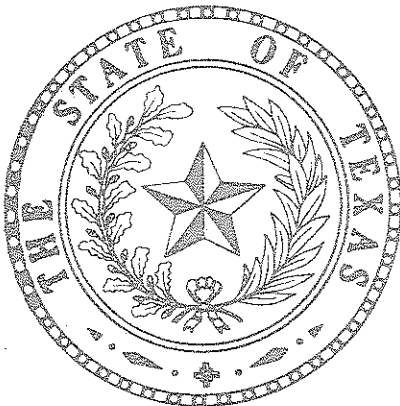
NANETTE R. PEAVEY  
700 ROCKMEAD DR STE 110  
KINGWOOD ,TX 77339-2187

RE:  
KINGS CROSSING XIV PATIO HOME OWNER'S ASSOCIATION  
CHARTER NUMBER 01153669-01

IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD THE ARTICLES OF INCORPORATION THAT CREATED YOUR CORPORATION. WE EXTEND OUR BEST WISHES FOR SUCCESS IN YOUR NEW VENTURE.

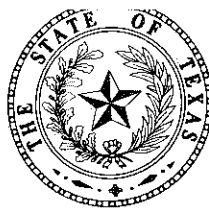
AS A CORPORATION, YOU ARE SUBJECT TO STATE TAX LAWS. SOME NON-PROFIT CORPORATIONS ARE EXEMPT FROM THE PAYMENT OF FRANCHISE TAXES AND MAY ALSO BE EXEMPT FROM THE PAYMENT OF SALES AND USE TAX ON THE PURCHASE OF TAXABLE ITEMS. IF YOU FEEL THAT UNDER THE LAW YOUR CORPORATION IS ENTITLED TO BE EXEMPT YOU MUST APPLY TO THE COMPTROLLER OF PUBLIC ACCOUNTS FOR THE EXEMPTION. THE SECRETARY OF STATE CANNOT MAKE SUCH DETERMINATION FOR YOUR CORPORATION.

IF WE CAN BE OF FURTHER SERVICE AT ANY TIME, PLEASE LET US KNOW.



VERY TRULY YOURS,

*George S. Bayard Jr.*  
Secretary of State



The State of Texas  
Secretary of State

CERTIFICATE OF INCORPORATION

OF

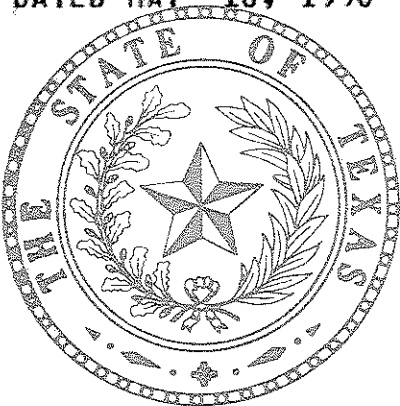
KINGS CROSSING XIV PATIO HOME OWNER'S ASSOCIATION  
CHARTER NUMBER 01153669

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS, HEREBY CERTIFIES THAT ARTICLES OF INCORPORATION FOR THE ABOVE CORPORATION, DULY SIGNED HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SUCH SECRETARY OF STATE, AND BY VIRTUE OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS CERTIFICATE OF INCORPORATION AND ATTACHES HERETO A COPY OF THE ARTICLES OF INCORPORATION.

ISSUANCE OF THIS CERTIFICATE OF INCORPORATION DOES NOT AUTHORIZE THE USE OF A CORPORATE 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 MAY 18, 1990



*George S. Bayard Jr.*  
Secretary of State

MAY 18 1990

Corporations Section

ARTICLES OF INCORPORATION  
OF  
KINGS CROSSING XIV PATIO HOME OWNER'S ASSOCIATION

STATE OF TEXAS           §  
                                  § KNOW ALL MEN BY THESE PRESENTS: THAT  
COUNTY OF HARRIS       §

We, the undersigned natural persons of the age of twenty-one years or more, all 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 I  
CORPORATE NAME

This corporation shall be known as **KINGS CROSSING XIV PATIO HOME OWNER'S ASSOCIATION** and by and under such name it shall conduct and transact all its business.

ARTICLE II  
CORPORATE ADDRESS AND AGENT

The street address of the corporation's initial registered office is 700 Rockmead Drive, Suite 110, Kingwood, Texas 77339, and the name of its initial registered agent at such address is Nanette R. Peavey.

ARTICLE III  
CORPORATE STATUS

The corporation, hereinafter called the "Association", is a non-profit corporation.

ARTICLE IV  
PURPOSE AND POWERS OF THE ASSOCIATION

The Association is formed for the purposes of providing for maintenance and preservation of the property subject to the Declaration of Covenants, Conditions and Restrictions applicable to **KINGS CROSSING XIV PATIO HOME PROJECT**, hereinafter called the "Declaration", situated in Kings Crossing, Section Fourteen, a subdivision in Harris County, Texas, recorded in Volume 345, Page 66, of the Map Records of Harris County, Texas, and any additional property that may hereafter be made subject to the Declaration 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 and for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental charges levied or imposed against the property of the Association;

(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 (2/3) of the votes in the association, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer all or any part of the Common Open Areas as defined in the Declaration to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. Except as to the dedication of easements for public utility purposes, no such dedication or transfer shall be effective unless approved by two-thirds (2/3) vote of the votes in the Association, agreeing to such dedication, sale or transfer at an annual meeting or special meeting of the members;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purpose or annex additional residential property and common area, provided that any such merger, consolidation or annexation shall have the assent of a two-thirds (2/3) majority of the votes represented in person or by proxy at a Special Meeting;

(g) have and exercise any and all powers, rights and privileges which a corporation organized under the Texas Non-Profit Corporation Act by law now or hereafter may have or exercise; provided that none of the objects or purposes herein set out shall be construed to authorize the Association to do any act in violation of said Non-Profit Corporation Act, and all such objects or purposes are subject to such Act.

#### ARTICLE V MEMBERSHIP

Each person or entity who is a record owner of a fee or undivided fee interest in any property which is subject by the Declaration to assessment by 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 security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of

the property which is subject to assessment by the Association. Ownership of such property shall be the sole qualification of membership.

ARTICLE VI  
VOTING RIGHTS

The Association shall have one class of voting membership.

Members shall be all Owners as defined in the Declaration. There shall be one vote for each lot. A lot shall be described by lot and block and shall be located within any area subject to the jurisdiction of the Association. When more than one person holds an interest in any lot, 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. Owners shall have the right to assign their voting rights hereunder to renters or other persons as they may designate by use of a proxy, fully executed and acknowledged.

ARTICLE VII  
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

| <u>NAME</u>       | <u>ADDRESS</u>  |
|-------------------|---|
| D. M. REITZE      | Two Kingwood Place, Suite 110, 700 Rockmead Kingwood, Texas 77339 |
| NANETTE R. PEAVEY | Two Kingwood Place, Suite 110, 700 Rockmead Kingwood, Texas 77339 |
| DALE BOWMAN       | Two Kingwood Place, Suite 110, 700 Rockmead Kingwood, Texas 77339 |

At the first annual meeting the members shall elect one (1) director for a term of one year, one (1) director for a term of two years and one (1) director for a term of three years; and at annual meetings thereafter the members shall elect director for a three year term as needed to restore Board membership to three (3) directors, or such number as is set forth in the By-Laws from time to time, if otherwise.

ARTICLE VII  
INCORPORATORS

The name and street address of each incorporator is:

| <u>NAME</u>       | <u>ADDRESS</u>   |
|-------------------|--|
| D. M. REITZE      | Two Kingwood Place, Suite 110<br>700 Rockmead<br>Kingwood, Texas 77339 |
| NANETTE R. PEAHEY | Two Kingwood Place, Suite 110<br>700 Rockmead<br>Kingwood, Texas 77339 |
| DALE BOWMAN       | Two Kingwood Place, Suite 110<br>700 Rockmead<br>Kingwood, Texas 77339 |

ARTICLE IX  
AMENDMENTS

Amendment of these Articles shall require the assent of two-thirds (2/3) of the votes in the Association.

ARTICLE X  
DISSOLUTION

The Association may be dissolved with the assent of not less than two-thirds (2/3) of votes in the Association at the time of dissolution. 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 purposes similar to those for which the Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or organization to be devoted to such similar purposes.

ARTICLE XI  
DURATION

The Association shall exist perpetually.

ARTICLE XII  
INDEMNIFICATION

The Association shall indemnify any director, former director, officer or former officer of the Association for expenses and costs (including attorneys' fees) actually and necessarily incurred in connection with any claim asserted, by action in court or otherwise, by reason of such person being or having been such director or officer, except in relation to matters

as to which such person shall have been guilty of negligence or misconduct in respect to any matter in which indemnity is sought, to the full extent permitted under applicable law.

IN WITNESS WHEREOF, for the purpose of forming this corporation under the laws of the State of Texas, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 15th day of May, 1990.

D. M. Reitze  
D. M. REITZE

Nanette R. Peavey  
NANETTE R. PEAVEY

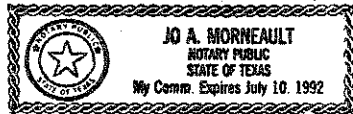
Dale Bowman  
DALE BOWMAN

O.K.  
FORMED  
O.K.  
TRAN  
O.K.  
GARY

STATE OF TEXAS  
COUNTY OF Montgomery

I, the undersigned authority, a Notary Public in and for the State of Texas, do hereby certify that on the 15th day of May, 1990, personally appeared Nanette R. Peavey, and Dale Bowman, who being by me each first duly sworn, each declared that he is one of the persons who signed the foregoing instrument as an incorporator and that the statements therein are true.

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



Jo A. Morneau  
Notary Public, State of Texas

My commission expires: \_\_\_\_\_