

APR 06 1983

Clerk B
Corporations Section

ARTICLES OF INCORPORATION
OF
KINGS CROSSING PATIO HOME OWNER'S ASSOCIATION, INC.

STATE OF TEXAS §
 § KNOW ALL MEN BY THESE PRESENTS
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 PATIO HOME OWNER'S ASSOCIATION, INC. 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 Dr., Suite 110, Kingwood, Texas 77339, and the name of its initial registered agent at such address is G. B. Mitchell, Jr.

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 PATIO HOME PROJECT, situated upon a portion of Unrestricted Reserve "A" and all of Unrestricted Reserve "B," Kings Crossing, Section Three, a subdivision in Harris County,

Texas, according to the plat recorded in Volume 306, Page 1, of the Map Records of Harris County, Texas, subsequently replatted into Kings Crossing, Section Seven, a subdivision in Harris County, Texas recorded in Volume 312, Page 88, of the Map Records of Harris County, Texas, for the purpose of subdividing said property into lots, hereinafter called the "Declaration," 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 each class of members, 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 an instrument has been signed by two-thirds (2/3) of each class of members, agreeing to such dedication, sale or transfer;

(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 two-thirds (2/3) of each class of members;

(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 for membership.

ARTICLE VI VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners with the exception of the Declarant, as defined in the Declaration, and shall be entitled to one vote for each lot owned, as defined in the Declaration. 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.

Class B. The Class B member shall be the Declarant, as defined in the Declaration, and shall be entitled to three (3) votes for each lot owned within the property subject to the Declaration. The Class B membership shall cease and be converted to Class A membership on the earlier of the following dates:

(a) the date on which the total votes outstanding in the Class A membership equal or exceed the total votes outstanding in the Class B membership; or

(b) January 1, 1990.

The Class A and B members shall have no rights as such to vote as a class, except as required by the Texas Non-Profit Corporation Act, and both classes shall vote together upon all matters as one group.

ARTICLE VII
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of five (5) 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>
John Bruton, Jr.	700 Rockmead Drive, Suite 110, Kingwood, Texas 77339
Stanley J. Cable	233 Benmar, Houston, Texas 77060
Larry J. Jaeger	233 Benmar, Houston, Texas 77060
G. B. Mitchell, Jr.	700 Rockmead Drive, Suite 110 Kingwood, Texas 77339
George J. Viele	700 Rockmead Drive, Suite 110, Kingwood, Texas 77339

At the first annual meeting the members shall elect one (1) director for a term of one year, two (2) directors for a term of two years and two (2) directors for a term of three years; and at annual meetings thereafter the members shall elect directors for two-year terms as needed to restore Board membership to five (5) directors, or such number as is set forth in the By-Laws from time to time, if otherwise.

ARTICLE VIII
INCORPORATORS

The name and street address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Richard E. Francis	233 Benmar, Houston, Texas 77060
Larry J. Jaeger	233 Benmar, Houston, Texas 77060
Michael P. Vincent	233 Benmar, Houston, Texas 77060

ARTICLE IX
AMENDMENTS

Amendment of these Articles shall require the assent in writing of two-thirds (2/3) of the entire membership.

ARTICLE X
DISSOLUTION


The Association may be dissolved with the assent in writing of not less than two-thirds (2/3) of the members 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.

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 31st day of March, 1983.


Richard E. Francis


Larry J. Jaeger


Michael P. Vincent

STATE OF TEXAS §
 §
COUNTY OF HARRIS §

I, the undersigned authority, a Notary Public in and for Harris County, Texas, do hereby certify that on the 31st day of March, 1983 personally appeared Richard E. Francis, Larry J. Jaeger and Michael P. Vincent 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.

Monica L. Koerner

Notary Public in and for
Harris County, Texas

My commission expires: _____

MONICA L. KOERNER
Notary Public in and for State of Texas
My Commission Expires July 14, 1986