

JUL 30 1979

ARTICLES OF INCORPORATION  
OF  
THE COMMUNITY ASSOCIATION OF HARVEST MEADOWS, INC. Attorney: Corporation Division

*Patrick Brice*

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

The name of the corporation is The Community Association of Harvest Meadows, Inc. hereinafter called the "Association".

ARTICLE II

The Association is a non-profit corporation.

ARTICLE III

The principal and initial registered office of the Association is located at 6750 West Loop South, Suite 700, Bellaire, Texas, with a mailing address of P. O. Box 35705, Houston, Texas 77035, and the name of its initial registered agent at such address is James E. Grover.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for protection, maintenance, preservation and architectural control of the residential lots and Common Area, if any, within that certain tract of property described as:

The Harvest Meadows Subdivision, Section I, a subdivision in Harris County, Texas, 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 that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Office of the County Clerk of Harris County, Texas, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

- (b) Fix, levy, collect and enforce payment of, by lawful means, all charges and assessments pursuant to the terms of Declaration; and 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 and 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 Area, if any, 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 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 and authorizing the Directors to act in behalf of the members for the purpose of accomplishing such dedication, sale or transfer.
- (f) Participating in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, if any, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members; however, submission and approval of the FHA and VA of a general plan of the entire development, and upon approval of each stage of development will qualify such additional stages of development to be annexed by the Board of Directors without such approval by two-thirds (2/3) of each class of membership;

#### ARTICLE V

#### MEMBERSHIP

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 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 any lot which is subject to assessment by the Association.

#### ARTICLE VI

#### VOTING RIGHTS

The Association shall have the two classes of voting membership:

Class A: Class A members shall be all lot owners, with the exception of the Declarant and shall be entitled to one vote for each lot owner. When more than one person holds 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.

Class B: The Class B Member(s) shall be the Declarant (as defined in the Declaration).

and shall be entitled to rec (3) votes for each lot over The Class B membership; if  
cease and be converted to Class A membership on the happening of either the following  
events, whichever occurs earlier:

- (a) When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership, including duly annexed areas, if any, or;
- (b) On January 1, 1985.

#### ARTICLE VII

##### BOARD OF DIRECTORS

The affairs of this Association shall be managed initially by a board of three (3) directors, who need not be members of the Association. Beginning with the first annual meeting the number of directors shall be five (5). The number of directors of the persons who are to act in the capacity of initial directors until the selection of their successors are:

James B. Grover

6750 West Loop South, Suite 700  
Bellaire, Texas 77401

Gerald W. Torgesen

6750 West Loop South, Suite 700  
Bellaire, Texas 77401

Lanell H. Garrison

6750 West Loop South, Suite 700  
Bellaire, Texas 77401

At the first annual meeting, the members shall elect one director for a term of one year, two directors for a term of two years, and two directors for a term of three years and at each annual meeting thereafter the members shall elect one director for a term of three years, as needed.

#### ARTICLE VIII

##### ANNUAL DIRECTORS MEETINGS

Directors meetings shall be held annually, beginning in the year 1980, on the second Tuesday of September at 7:00 p.m. at a meeting place to be announced by the Board of Directors.

#### ARTICLE IX

##### DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of 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 purposes similar to those for which this 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 other organization to be devoted to such similar purposes.

ARTICLE X

DURATION

The corporation shall exist perpetually.

ARTICLE XI

AMENDMENT

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership.

ARTICLE XII

FHA/VA APPROVAL

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area, dissolution and amendment of these Articles.

AMENDMENT XIII

The name and street address of each incorporation is:

James B. Grover	6750 West Loop South, Suite 700 Bellaire, Texas 77401
Gerald W. Torgesen	6750 West Loop South, Suite 700 Bellaire, Texas 77401
Lanell H. Garrison	6750 West Loop South, Suite 700 Bellaire, Texas 77401

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 20th day of July, 1979.

James B. Grover  
JAMES B. GROVER

Gerald W. Torgesen  
GERALD W. TORGESEN

Lanell H. Garrison  
LANELL H. GARRISON

THE STATE OF TEXAS §  
COUNTY OF HARRIS §

Before me, a notary public, on this day personally appeared  
Nick Ozuna, Jr., known to me to be the person whose name  
is subscribed to the foregoing document and, being by me first  
duly sworn, declared that the statements therein contained are  
true and correct.

Given under my hand and seal of office this 9 day of  
August, 1982.

(SEAL)

Linda H. Blocker  
Notary Public in and for  
the State of Texas

Linda H. Blocker  
Name printed or typed  
My commission expires: 5/17/85

THE STATE OF TEXAS §  
COUNTY OF HARRIS §

Before me, a notary public, on this day personally appeared  
Lola Mendez, known to me to be the person whose name  
is subscribed to the foregoing document and, being by me first  
duly sworn, declared that the statements therein contained are  
true and correct.

Given under my hand and seal of office this 9th day of  
August, 1982.

(SEAL)

Minnie E. Breithaupt  
Notary Public in and for  
the State of Texas

MINNIE E. BREITHAUPT  
Notary Public - Harris County, Texas  
My Commission Expires October 7, 1984  
Name printed or typed  
My commission expires: 10/7/84