

ARTICLES OF INCORPORATION
OF

LAKES ON ELDRIDGE COMMUNITY ASSOCIATION, INC. Corporations Section

FILED
In the Office of the
Secretary of State of Texas
FEB 9 1995

I, the undersigned, a natural person of the age of eighteen (18) years or more, acting as incorporator 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 Lakes on Eldridge Community Association, Inc. (the "Association")

ARTICLE II

The Association is a non-profit corporation organized pursuant to the Texas Non-Profit Corporation Act.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The purposes for which the Association is formed are for the following:

- a. Specifically:
- (i) to provide an organization of the owners of the lots in the Lakes on Eldridge Subdivision (the "Subdivision") located in Harris County, Texas and more particularly described in the Declaration of Covenants and Restrictions (the "Restrictions") recorded under Clerk's File No. R-227788, Official Public Records of Real Property, Harris County, Texas; and
 - (ii) to provide the management, maintenance, preservation and architectural control of Subdivision.
- b. Generally:
- (i) to promote the health, safety and welfare of the owners of the Subdivision,
 - (ii) to exercise all the powers and privileges and to perform all the duties and obligations of the Association as set forth in the Restrictions and the Bylaws of the Association;

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- (ii) to fix, levy, collect and enforce payment of any charges or assessments as set forth in the Restrictions and to pay all expenses in connection with such charges or assessments or which are otherwise incidental 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;
 - (iii) To acquire (by gift, purchase, or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise to dispose of real or personal property in connection with the affairs of the Association;
 - (iv) To borrow money, to mortgage, to pledge, to deed in trust, or to hypothecate any or all of the Association real or personal property as security for money borrowed or debts incurred;
 - (v) To have and to exercise any and all powers, rights, and privileges that a corporation organized under the Texas Non-Profit Corporation Act, by law, may now or at a later time have or exercise; and
 - (vi) To act in the capacity of principal, agent, joint venturer, partner or otherwise in furtherance of the primary purpose of the Association.
- c. Notwithstanding any of the above statements of purpose, the Association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of the Association. Further, the Association is organized and shall be operated exclusively for the civic and community service set forth herein and no part of any net earnings shall inure (other than by acquiring, constructing, or providing management, maintenance and care of the Association property or by a rebate of excess membership dues, fees or assessments) to the benefit of any private individual.

ARTICLE V

The street address of its initial registered office is 9801 Westheimer, Suite 701, Houston, Texas 77063, and the name of its initial registered agent at such address is Mouhamed (Bassam) Barazi.

ARTICLE VI

The officers of the Association shall be managed by a Board of Directors. The number of directors constituting the initial Board of Directors is three (3). The number of directors may be changed by amendment of the Bylaws of the Association provided

ARTICLE XI

In the event of the dissolution of the Association, when it has, or is entitled to, any interest in any funds or property of any kind, real, personal or mixed, such funds or property or rights thereto shall not be transferred to private ownership but shall be transferred and set over unto an organization which is engaged in the activities substantially similar to those of this Association and carried out in furtherance of the purpose specified in Article IV.

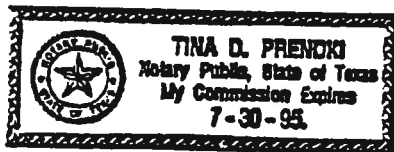
IN WITNESS WHEREOF, I have hereunto set my hand on this the 8th day of February, 1995.



GARY A. MESSERSMITH

THE STATE OF TEXAS §

COUNTY OF HARRIS §

I, the undersigned, a Notary Public, do hereby certify that on this the 8th day of February, 1995, personally appeared GARY A. MESSERSMITH, who, after being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.




Notary Public in and for
The State of TEXAS