

Corporations Section
P.O.Box 13697
Austin, Texas 78711-3697



Roger Williams
Secretary of State

Office of the Secretary of State

The undersigned, as Secretary of State of Texas, does hereby certify that the attached is a true and correct copy of each document on file in this office as described below:

UNIVERSITY GREEN TOWN HOME OWNER'S ASSOCIATION, INC.
Filing Number: 39212601

Articles of Incorporation

November 04, 1976

In testimony whereof, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in Austin, Texas on September 20, 2006.



A handwritten signature in black ink that reads "Roger Williams".

Roger Williams
Secretary of State

ARTICLES OF INCORPORATION
OF
UNIVERSITY GREEN TOWN HOME OWNER'S ASSOCIATION, INC.

FILED
In the Office of the
Secretary of State of Texas

STATE OF TEXAS
COUNTY OF HARRIS

KNOW ALL MEN BY THESE PRESENTS:

NOV 04 1976

Lona Salzman

We, the undersigned natural persons of the age of twenty-one years or more, at least two 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 UNIVERSITY GREEN TOWN 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 800 Bell Avenue, Houston, Texas, and the name of its initial registered agent at such address is B. F. Pierce.

ARTICLE III
CORPORATE STATUS

The corporation is a non-profit corporation.

ARTICLE IV
PURPOSE AND POWERS OF THE ASSOCIATION

The corporation is formed for the purposes of providing for maintenance and preservation of the properties subject to the Covenants, Conditions and Restrictions applicable to UNIVERSITY GREEN, Section One, a subdivision in Harris County, Texas, according to the plat recorded in Volume 228, Page 52 of the Map Records of Harris County, Texas, and any

additional properties that may hereafter be brought within the jurisdiction of this Association 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 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 under File Number E-888867, and certain covenants, restrictions and reservations by instrument recorded under File No. D-830512, Film Code No. 158-38-0546, and amended by instrument recorded under File No. D-936762, Film Code No. 165-27-0781 and further amended by instrument recorded under File No. E-401702, Film Code No. 118-14-1625 of the Official Public Records of Real Property 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 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 Area 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;

(f) participate in mergers and consolidations with other nonprofit corporations organized for the same purposes 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 to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Texas by law now or hereafter have or exercise; provided that none of the objects or purposes herein set out shall be construed to authorize the corporation to do any act in violation of said Non-Profit Corporation Act, and all such objects or purposes are subject to such Acts. .

ARTICLE V

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any property 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 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 memberships:

Class A. Class A members shall be all Owners with the exception of the Declarant and shall be entitled to one vote for each Lot or Commercial Unit owned. Lot may refer to platted or resized lot. When more than one person holds an interest in any Lot or Commercial Unit, all such persons shall be members. The vote for such Lot or Commercial Unit shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot or Commercial Unit. 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 Friendswood Development Company, the Declarant, as defined in the Declaration, and shall be entitled to three (3) votes for each Lot or Commercial Unit owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of 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; or

(b) on January 1, 1981.

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 seven (7) 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>
Pope B. Shealy	1000 Bay Area Blvd., Houston, Texas, 77058
G.B. Meriwether	1000 Bay Area Blvd, Houston, Texas, 77058
R.D. Garrett	1000 Bay Area Blvd, Houston, Texas, 77058
M.D. Price	1000 Bay Area Blvd, Houston, Texas, 77058
Donald R. Barras	1115 Gemini Avenue, Houston, Texas, 77058
Robert DeLuca	1115 Gemini Avenue, Houston, Texas, 77058
Richard R. Beach	1115 Gemini Avenue, Houston, Texas 77058

At the first annual meeting the members shall elect three directors for a term of one year, and four directors for a term of two years; and at annual meetings thereafter the members shall elect directors for two year terms as needed to restore Board membership to seven directors.

ARTICLE VIII
INCORPORATORS

The name and street address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Charles L. Pence	1000 Bay Area Blvd., Houston, Texas, 77058
Pope B. Shealy	1000 Bay Area Blvd., Houston, Texas, 77058
G. B. Meriwether	1000 Bay Area Blvd., Houston, Texas. 77058

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 as such memberships exist 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 this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE X

DURATION

The corporation shall exist perpetually.

ARTICLE XI

AMENDMENTS

Amendment of these Articles shall require the assent of 75 per cent (75%) of the entire membership.

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 1 day of November, 1976.


Charles L. Pence


Pope B. Shealy


G. B. Merivether

D.V.
FORM
J.R.
FORM
D.K.
FORM
D.K.
FORM

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 1 day of November, 1976, personally appeared CHARLES L. PENCE, POEE B. SHEALY, and G. B. MERIWETHER, 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.

Thomas J. Decker
Notary Public in and for
Harris County, Texas