

EXECUTED effective as of the 21st day of September, 2007.

ASSOCIATION: ENCLAVE AT WILSHIRE PARK HOMEOWNERS' ASSOCIATION, INC.

By: [Signature]
John F. Dickerson,
President

DECLARANT: ENCLAVE AT WILSHIRE PARK, LTD.
a Texas limited partnership

By: JFD OPERATING INC.,
a Texas corporation,
General Partner

By: [Signature]
John F. Dickerson,
President

THE STATE OF TEXAS §
Tarrant §
COUNTY OF ~~DALLAS~~ §

This instrument was acknowledged before me on the ___ day of September, 2007, by John F. Dickerson, President of ENCLAVE AT WILSHIRE PARK HOMEOWNERS ASSOCIATION, INC., a Texas non-profit corporation, on behalf of said corporation.

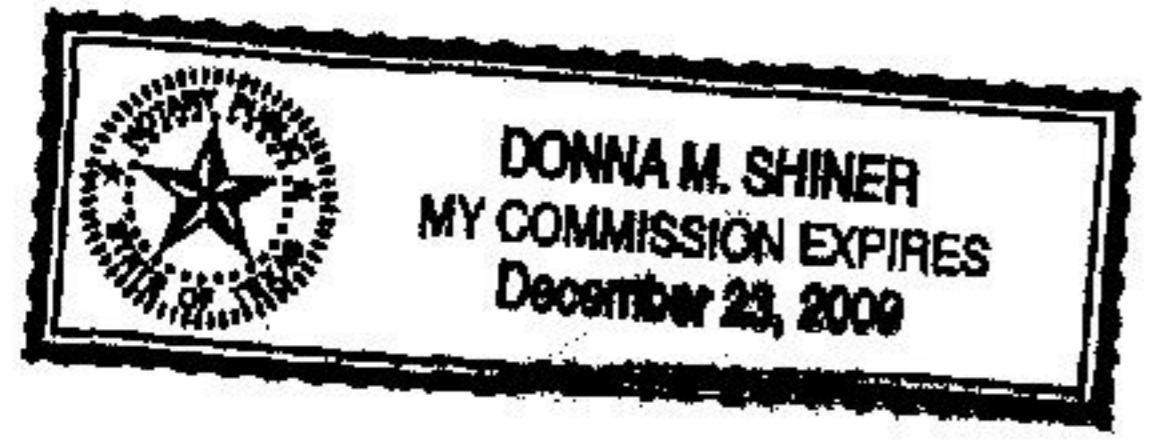
[Signature]
Notary Public, State of Texas



THE STATE OF TEXAS §
Tarrant §
COUNTY OF ~~DALLAS~~ §

This instrument was acknowledged before me on the ___ day of September, 2007, by John F. Dickerson, President of JFD OPERATING, INC., a Texas corporation, general partner of ENCLAVE AT WILSHIRE PARK, LTD., a Texas limited partnership on behalf of said corporation and limited partnership.

[Signature]
Notary Public, State of Texas



AFTER RECORDING RETURN TO:
Hank Dickerson Company
8333 Douglas Avenue, Suite 1300, LB72
Dallas, TX 75225

Unofficial Copy

**THE
ARTICLES OF INCORPORATION
OF
ENCLAVE AT WILSHIRE
HOMEOWNERS' ASSOCIATION, INC.**

FOLLOWS THIS PAGE.

Unofficial Copy

**ARTICLES OF INCORPORATION
OF
ENCLAVE AT WILSHIRE PARK HOMEOWNER'S ASSOCIATION, INC.**

I, the undersigned natural person of the age of 18 years or more and a United States citizen, 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 ENCLAVE AT WILSHIRE PARK HOMEOWNERS ASSOCIATION, INC.

ARTICLE II

The corporation is a nonprofit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The corporation is organized to improve, beautify, maintain, manage and operate the Common Areas, Common Facilities and Common Maintenance Areas (as defined in the Declaration hereinafter described) within the Property (as defined in the Declaration), as the same may be reduced or added to in accordance with the Declaration; to provide for architectural control of the lots within the Property, and to promote the recreation, health, safety, convenience and welfare of the members of the corporation. In furtherance of such purposes, the corporation shall have the power to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions for Enclave at Wilshire Park Homeowners Association recorded in the Deed Records of Tarrant County, Texas, as the same may be amended or supplemented from time to time, and further shall have and may exercise any and all powers, rights and privileges that a corporation organized under the Texas Non-Profit Corporation Act may now or hereafter have or exercise.

ARTICLE V

The street address of the initial registered office of the corporation is 8333 Douglas Avenue, Suite 1300, Dallas, Dallas County, Texas 75225, and the name of its initial registered agent at such address is John F. Dickerson.

ARTICLE VI

The corporation shall have members. The designation of any classes of members, the manner of election or appointment and the qualifications and rights of the members of each class shall be set forth in the Bylaws.

ARTICLE VII

The number of directors constituting the initial Board of Directors is three (3), and the names and addresses of the persons who are to serve as the initial directors are:

John F. Dickerson
8333 Douglas Ave. Suite 1300
Dallas, Texas 75225

Samuel J. Gruner
8333 Douglas Ave. Suite 1300
Dallas, Texas 75225

Jessica R. Winters
8333 Douglas Ave. Suite 1300
Dallas, Texas 75225

ARTICLE VIII

The name and address of the incorporator is as follows:

John F. Dickerson
6500 Greenville Avenue, Suite 350
Dallas, Texas 75206

ARTICLE IX

No part of the net earnings of the corporation shall inure to the benefit of any member, director or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes set forth in Article IV above), and no director or officer of the corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE X

To the extent not disallowed by applicable Federal tax laws, no director of the corporation shall be liable to the corporation for monetary damages for an act or omission in the director's capacity as a director, except for liability of a director for (i) a breach of a director's duty of loyalty to the corporation, (ii) an act or omission not in good faith or that involves intentional misconduct or a knowing violation of the law, (iii) a transaction from which a director received an improper benefit, whether or not the benefit resulted from an action taken within the scope of the director's office, or (iv) an act or omission for which the liability of a director is expressly provided for by statute. If the Texas Non-Profit Corporation Act, the Texas

Miscellaneous Corporation Laws Act, or other applicable law is amended after adoption of these Articles of Incorporation to authorize corporate action further eliminating or limiting the liability of directors, then the liability of a director of the corporation shall be eliminated or limited to the fullest extent permitted by the Texas Non-Profit Corporation Act, the Texas Miscellaneous Corporation Laws Act, or other applicable law, as so amended. This Article Ten shall not impair, limit or otherwise adversely affect any other provision of these Articles of Incorporation or the Bylaws of the corporation with respect to limiting or eliminating the liability of directors, but rather shall be cumulative thereof.

Any repeal or modification of the foregoing paragraph shall not adversely affect any right or protection of a director existing at the time of such repeal or modification.

ARTICLE XI

The corporation shall indemnify its directors and officers to the fullest extent provided by the Texas Non-Profit Corporation Act as the same exists or may hereafter be amended.

ARTICLE XII

The corporation shall indemnify and hold the undersigned incorporator harmless from and against any and all loss, cost, damage, expense (including, without limitation, attorneys' fees and expenses) for liability caused by, resulting from or arising out of any action taken or authorized by the incorporator of the corporation in respect of the corporation and organization of the corporation in what he deemed to be in or not opposed to the best interests of the corporation.

ARTICLE XIII

Any action required to be taken at a meeting of the members or directors of the corporation or any action that may be taken at a meeting of the members or directors or of any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken and otherwise in compliance with Section 9.10C of the Texas Non-Profit Corporation Act, is signed by a sufficient number of members, directors or committee members as would be necessary to take that action at a meeting at which all of the members, directors or members of the committee were present and voted.

IN WITNESS WHEREOF, I have hereunto set my hand, as of the 17th day of September, 2007.



JOHN F. DICKERSON



HANK DICKERSON CO
8333 DOUGLAS AVE 1300
LB 72
DALLAS TX 75225
Submitter: JOHN F DICKERSON

SUZANNE HENDERSON
TARRANT COUNTY CLERK
TARRANT COUNTY COURTHOUSE
100 WEST WEATHERFORD
FORT WORTH, TX 76196-0401

DO NOT DESTROY
WARNING - THIS IS PART OF THE OFFICIAL RECORD.

Filed For Registration: 09/21/2007 03:32 PM
Instrument #: D207338433
OPR 8 PGS \$40.00

By: _____



D207338433

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE
OF THE DESCRIBED REAL PROPERTY BECAUSE OF COLOR OR
RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.