



The State of Texas

SECRETARY OF STATE

CERTIFICATE OF INCORPORATION
OF
SUNSET OAKS HOMEOWNERS' ASSOCIATION, INC.
CHARTER NUMBER 1430291-01


The undersigned, as Secretary of State of Texas, hereby certifies that the attached Articles of Incorporation for the above named corporation have been received in this office and are found to conform to law.

ACCORDINGLY, the undersigned, as Secretary of State, and by virtue of the authority vested in the Secretary by law, hereby issues this Certificate of Incorporation.

Issuance of this Certificate of Incorporation does not authorize the use of a corporate name in this state in violation of the rights of another under the federal Trademark Act of 1946, the Texas trademark law, the Assumed Business or Professional Name Act, or the common law.

Dated: January 21, 1997
Effective: January 21, 1997





Antonio O. Garza, Jr.
Secretary of State

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FILED
In the Office of the
Secretary of State of Texas
JAN 21 1997
Corporations Section

ARTICLES OF INCORPORATION
OF

SUNSET OAKS HOMEOWNERS' ASSOCIATION, INC.

I, the undersigned natural person over 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 of SUNSET OAKS HOMEOWNERS' ASSOCIATION, INC.

ARTICLE 1
NAME

The name of the Corporation is SUNSET OAKS HOMEOWNERS' ASSOCIATION, INC.

ARTICLE 2
NONPROFIT CORPORATION

The Corporation is a nonprofit corporation.

ARTICLE 3
DURATION

The period of duration is perpetual.

ARTICLE 4
PURPOSE AND POWERS

The purposes for which the Corporation is organized are (1) to obtain, acquire, manage, construct, maintain, and care for the common properties described in the Declaration of Covenants, Conditions and Restrictions of Sunset Oaks Addition, Fort Worth, Tarrant County, Texas, the Plat of Sunset Oaks Addition being recorded in Cabinet A, Slide 2264, Plat Records, Tarrant County, Texas, as well as any additions of property thereto as may hereafter be brought within the jurisdiction of Sunset Oaks Homeowners' Association, Inc., and (2) to promote the health, safety, and welfare of its members, all such property being for the use, benefit, and enjoyment of its members as more fully set forth in the Declaration of Covenants, Conditions and Restrictions of

SUNSET OAKS HOMEOWNERS' ASSOCIATION, INC.
ARTICLES OF INCORPORATION

Sunset Oaks Addition. Sunset Oaks Homeowners' Association, Inc. shall have all the corporate powers now enumerated in the Texas Non-Profit Corporation Act or as hereafter amended as well as the powers now enumerated in V.T.C.A., Property Code § 204.010 or as hereafter amended.

ARTICLE 5
INITIAL REGISTERED OFFICE AND AGENT

The street address of its initial registered office is 2011 Arborcrest Drive, Arlington, Texas 76012, and the name of its initial registered agent at such address is JAMES L. RUTHERFORD.

ARTICLE 6
MEMBERSHIP

The Corporation will have one or more classes of members as provided in the bylaws.

ARTICLE 7
MANAGING BODY OF CORPORATION

The management of the Corporation is vested in its Board of Directors. The bylaws will provide the qualifications, manner of selection, duties, terms, and other matters relating to the Board of Directors.

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:

ROY F. HOBBS	P. O. Box 2616 Rancho Santa Fe, California 92067
JAMES L. RUTHERFORD	2011 Arborcrest Drive Arlington, Texas 76012
RUTH WALKER	932 Country Club Lane Fort Worth, Texas 76112

ARTICLE 8
INCORPORATOR

The name and address of the incorporator is JAMES L. RUTHERFORD, 2011 Arborcrest Drive, Arlington, Texas 76012.

ARTICLE 9
INDEMNIFICATION

A. The corporation shall indemnify the officers, directors, former officers and former directors and all other persons serving the corporation in any official capacity to the full extent permitted by Article 1396-2.22A of the Texas Non-Profit Corporation Act. Provided, however, that prior to granting any such indemnification the corporation shall make the determination of indemnification required by Article 1396-2.22A., Section B., Texas Non-Profit Corporation Act, in the manner required by Article 1396-2.22A., Section F. and Article 1396-2.22A., Section G. of the Texas Non-Profit Corporation Act. To the extent that any person is found liable for willful or intentional misconduct, no indemnification will be allowed.

B. The corporation may advance expenses to any person to whom it grants indemnification under the preceding Article to the full extent and in the manner permitted by Article 1396-2.22A, Texas Non-Profit Corporation Act.

C. The corporation may purchase and maintain insurance on behalf of any person who is or was a director, officer, employee or agent of the corporation or who is or was serving at the request of the corporation as a director, officer, trustee, agent or similar functionary of another foreign or domestic corporation, trust or other enterprise or employee benefit plan against any liability asserted against him and incurred by him in such capacity arising out of his status as such a person, whether or not the corporation would have the power to indemnify him against that liability under the provisions of Article 1396-2.22A, Texas Non-Profit Corporation Act.

D. If the Texas Non-Profit Corporation Act or the Texas Miscellaneous Corporation Laws Act is hereafter amended to authorize corporate action further eliminating or limiting the personal 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 or the Texas Miscellaneous Corporation Laws Act, as so amended from time to time.

I execute these Articles of Incorporation on January 20, 1997.



JAMES L. RUTHERFORD