

MAR 03 1983

Clerk F  
Corporations Section

ARTICLES OF INCORPORATION  
OF THE  
WINDERMERE OAKS PROPERTY OWNERS' ASSOCIATION

WE, the undersigned natural persons of the age of twenty-one (21) 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 of such corporation:

ARTICLE I

The name of the corporation is WINDERMERE OAKS PROPERTY OWNERS' ASSOCIATION, hereinafter called the "Association".

ARTICLE II

The Association is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The purpose or purposes for which the Association is organized are: to provide for maintenance, preservation and architectural control of the residential lots and Common Area, if any, within WINDERMERE OAKS PROPERTY OWNERS' ASSOCIATION, a subdivision in Burnet County, Texas, or any other areas created by the dedication of additional property to the said subdivision (herein called the "Property" or "development"), by the Developer 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 the power and privileges and to perform all of the duties and obligations as set forth in those restrictions applicable to the above described property and recorded in Burnet County Deed Records;

(b) fix, levy, collect and enforce payment by any lawful means all charges or assessments pursuant to the terms of the Restrictions, 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 the public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) borrow money, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for borrowed money 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 nor transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of members authorizing the Directors to act in behalf of the members for the purpose of accomplishing such dedication, sale or transfer;

(f) notwithstanding the foregoing, the Board of Directors may from time to time without authorization of the membership, grant or dedicate easements with respect to the Common Area, if any, as may be necessary or convenient to provide or assist in utility service to the Property;

(g) participate in mergers and consolidations with other non-profit corporations organized for the same purpose 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 members.

(h) have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Act of the State of Texas by law may now or hereafter have to exercise.

#### ARTICLE V

The street address of the initial registered office of the corporation is 1800 St. James Place, Suite 102, Houston, Texas 77056 and the name of the initial registered agent at such address is Jerry B. Mabry.

#### ARTICLE VI

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 as to assessment of 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. Memberships shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VII

The name and street address of each incorporator is:

<u>Name</u>	<u>Address</u>
James McAlister	303 Jackson Hill Houston, Texas 77007
Pat Trojanwosky	2201 Judiway Houston, Texas 77018
Alan Kent	1525 Wilburforce Houston, Texas 77088

ARTICLE VIII

Each lot within the Windermere Oaks Subdivision shall be entitled to one vote. When more than one person holds an interest in any lot, all such persons shall be members. The vote of 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.

ARTICLE IX

The affairs of this Association shall be managed by a board of directors who need not be members of the Association. The number of directors may be increased by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of initial directors until selection of their successors are:

<u>Name</u>	<u>Address</u>
Pat Trojanowsky	2201 Judiway Houston, Texas 77018
James McAlister	303 Jackson Hill Houston, Texas 77007
Bruce Mallum	P.O. Box 24 Spicewood, Texas 78669
James Stokes	902 Frostwood #277 Houston, Texas 77024
Alan Kent	1525 Wilburforce Houston, Texas 77088

All directors shall serve for a term of one (1) year or until their successors are elected and qualify.

ARTICLE X

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) votes of lot owners. 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 the Association was created. In the event 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 used for similar purposes.

ARTICLE XI

Amendment of these articles shall require the assent of seventy-five percent (75%) of the lot owners entitled to vote.

IN WITNESS WHEREOF, we have hereunto set out hands, this 14th day of February, 1983.

[Signature]  
[Signature]  
[Signature]

THE STATE OF TEXAS \*  
\*  
COUNTY OF Harris \*

I, the undersigned Notary Public, do hereby certify that on this 14th day of February, 1983, personally appeared before me, J. G. McAlister who by me duly sworn, on oath declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

[Signature]  
NOTARY PUBLIC in and for  
the State of Texas  
Name: JULIE M. RICHARDSON  
My Commission Expires:  
Feb 28 1985

THE STATE OF TEXAS \*  
\*  
COUNTY OF Harris \*

I, the undersigned Notary Public, do hereby certify that on this 17th day of February, 1983, personally appeared

before me, Pat Wojanowsky who by me duly sworn, on oath declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

Mary L. Keith  
NOTARY PUBLIC in and for  
the State of Texas  
Name: MARY L. KEITH  
My Commission Expires:  
11-30-84

THE STATE OF TEXAS \*  
\*  
COUNTY OF Harris \*

I, the undersigned Notary Public, do hereby certify that on this 18 day of February, 1983, personally appeared before me, Alan Kart who by me duly sworn, on oath declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

Becky A. Crisp  
NOTARY PUBLIC in and for  
the State of Texas  
Name: Becky A. CRISP  
My Commission Expires:  
1-9-84