

Articles



FEB - 8 1985

The State of Texas

Secretary of State

FEB. 1, 1985

BOB QUAIROLI-THE BERG COMPANIES, INC.
5858 WESTHEIMER, STE 404
HOUSTON, TX 77057

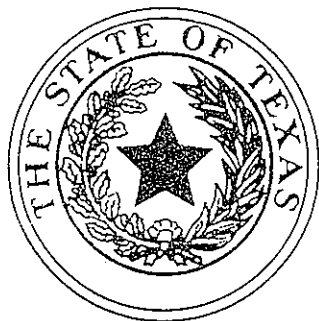
RE: VILLAGE OF OAK LAKE ASSOCIATION, INC.
CHARTER NUMBER 738487-1

IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD THE ARTICLES OF INCORPORATION THAT CREATED YOUR CORPORATION. WE EXTEND OUR BEST WISHES FOR SUCCESS IN YOUR NEW VENTURE.

AS A CORPORATION, YOU ARE SUBJECT TO STATE TAX LAWS. SOME NON-PROFIT CORPORATIONS ARE EXEMPT FROM THE PAYMENT OF FRANCHISE TAXES AND MAY ALSO BE EXEMPT FROM THE PAYMENT OF SALES AND USE TAX ON THE PURCHASE OF TAXABLE ITEMS. IF YOU FEEL THAT UNDER THE LAW YOUR CORPORATION IS ENTITLED TO BE EXEMPT YOU MUST APPLY TO THE COMPTROLLER OF PUBLIC ACCOUNTS FOR THE EXEMPTION. THE SECRETARY OF STATE CANNOT MAKE SUCH DETERMINATION FOR YOUR CORPORATION.

IF WE CAN BE OF FURTHER SERVICE AT ANY TIME, PLEASE LET US KNOW.

VERY TRULY YOURS,



A handwritten signature in cursive script, appearing to read "W. Mark" followed by a flourish.

Secretary of State



The State of Texas
Secretary of State

CERTIFICATE OF INCORPORATION

OF

VILLAGE OF OAK LAKE ASSOCIATION, INC.
CHARTER NUMBER 738487

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,
HEREBY CERTIFIES THAT ARTICLES OF INCORPORATION FOR THE ABOVE
CORPORATION, DULY SIGNED AND VERIFIED HAVE BEEN RECEIVED IN THIS
OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SUCH SECRETARY OF STATE, AND BY
VIRTUE OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES
THIS CERTIFICATE OF INCORPORATION AND ATTACHES HERETO A COPY OF THE
ARTICLES OF INCORPORATION.

DATED FEB. 1, 1935



A handwritten signature in cursive script, appearing to read "W. M. ...", written over a horizontal line.

Secretary of State

DEDICATORY INSTRUMENTS
FOR
VILLAGE OF OAK LAKE HOMEOWNERS ASSOCIATION, INC.

THE STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

BEFORE ME, the undersigned authority, personally appeared LeJean Griffith, who, being by me first duly sworn, states on oath the following:

"My name is LeJean Griffith. I am over twenty-one (21) years of age, of sound mind, capable of making this affidavit, authorized to make this affidavit, and personally acquainted with the facts herein stated:

"I am the Manager of Village of Oak Lake Homeowners Association, Inc. Pursuant to Section 202.006 of the Texas Property Code, the following documents (indicated by an "x"), in addition to the previously recorded Declarations, Covenants and Conditions for Village of Oak Lake Homeowners Association, Inc. documents of the Association:

- Articles of Incorporation
- Bylaws
- Architectural Control Guidelines
- Exterior Maintenance Guidelines
- Rules and Regulations

DATED this 15TH of FEBRUARY, 2001.

VILLAGE OF OAK LAKE HOMEOWNERS
ASSOCIATION, INC.

By: _____



LeJean Griffith, Manager

SUBSCRIBED AND SWORN TO BEFORE ME by the said LeJean Griffith on this
15TH day of FEBRUARY, 2001.

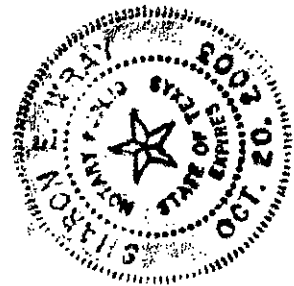
Sharon E. Way
NOTARY PUBLIC IN AND FOR THE
STATE OF TEXAS



THE STATE OF TEXAS §
 §
COUNTY OF FORT BEND §

THIS INSTRUMENT was acknowledged before me on this the 15TH day of
FEBRUARY, 2001, by LeJean Griffith, as Manager of Village of Oak Lake
Homeowners Association, Inc., a Texas non-profit corporation, on behalf of said
corporation.

Sharon E. Way
NOTARY PUBLIC IN AND FOR THE
STATE OF TEXAS



Return to:

MIESZKUC, DAUGHTRY & SCOTT, P.C.
17044 El Camino Real
Houston, TX 77058



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED that the attached is a true and correct copy of the following described document on file in this office:

VILLAGE OF OAK LAKE ASSOCIATION, INC.
FILE NO. 738487-01

ARTICLES OF INCORPORATION

FEBRUARY 1, 1985



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 February 5, 2001.

Henry Cuellar
Secretary of State DAE

and recorded or to be recorded in the Deed Records of Fort Bend County, 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 corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the corporation;

(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 corporation, including, but not limited to, the land designated as the Common Area in VILLAGE OF OAK LAKE, SECTION I;

(d) borrow money and, with the assent of two-thirds (2/3rds) 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 in VILLAGE OF OAK LAKE, SECTION I 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 non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall be in accordance with the Declaration referred to herein;

(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 may now or hereafter have or exercise.

ARTICLE VI

The street address of the initial registered office of the corporation

is 5858 Westheimer, Suite 404, Houston, Texas 77057, and the name of its initial registered agent at such address is Bob Quairolì.

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 to assessment by the Corporation, including contract sellers, shall be a member of the corporation. The foregoing is not intended to and shall not include persons or entities who hold an interest merely as security for the performance of an obligation. Membership in the corporation shall be appurtenant to and may not be separated from record fee ownership of any Lot which is subject to assessment by the corporation.

ARTICLE VII

The corporation shall have two (2) 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 Owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot Owned. The Class B membership shall cease to 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) January 30, 1990.

ARTICLE VIII

The affairs of the corporation shall be managed by a Board of Directors, who need not be members of the corporation. The number of directors may be changed by amendment of the By-Laws of the corporation. The number of Directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who

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

Bob Quairolì	5858 Westheimer, #404 Houston, Texas 77057
William E. Cardwell	5858 Westheimer, #404 Houston, Texas 77057
W. K. Berg	5858 Westheimer, #404 Houston, Texas 77057

At the first annual meeting, the members shall elect one-third (1/3) of the directors for a term of one (1) year, one-third (1/3) of the directors for a term of two (2) years, and one-third (1/3) of the directors for a term of three (3) years; and at each annual meeting thereafter the members shall elect a number equal to, as may at that time be provided in the By-Laws, for a term of three (3) years.

ARTICLE IX

The corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the corporation, other than incident to a merger or consolidation, the assets of the corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this corporation was created. In the event that 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 devoted to such similar purposes.

ARTICLE X

Amendment of these Articles shall require the assent of Fifty-one percent (51%) of the entire membership of the corporation.

ARTICLE XI

As long as there is a Class B membership, the following actions will require the prior approval of the Federal Housing Administration or the Veterans Administration: annexation of additional properties, mergers and consolidations, mortgaging of Common Area, dedication of Common Area,

dissolution and amendment of these Articles.

ARTICLE XII

The name and street address of each of the incorporators are:

NAME	ADDRESS
Bob Quairoli	5858 Westheimer, #404 Houston, Texas 77057
William E. Cardwell	5858 Westheimer, #404 Houston, Texas 77057
W. K. Berg	5858 Westheimer, #404 Houston, Texas 77057

IN WITNESS WHEREOF, we have hereunto set our hands, this ___ day of _____, 1984.

Bob Quairoli
Bob Quairoli

William E. Cardwell
William E. Cardwell

W. K. Berg
W. K. Berg

THE STATE OF TEXAS ()
 ()
COUNTY OF HARRIS ()

BEFORE ME, the undersigned authority, on this day personally appeared Bob Quairoli, William E. Cardwell, and W. K. Berg, known to me to be the persons whose names are subscribed to the foregoing instrument as incorporators of VILLAGE OF OAK LAKE HOMEOWNERS ASSOCIATION, INC., and being first duly sworn, acknowledged to me that they executed the same for the purposes and considerations therein expressed, and upon oath swore that the statements contained therein are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE, on this 16th day of January, 1985.

Paula Siebert Phelps
Notary Public in and
for Harris County, Texas

PAULA SIEBERT PHELPS
Notary Public, State of Texas
My Commission Expires October 11, 1987
Bonded by Lovell Agency, Lawyers Surety Corp

FILED AND RECORDED
OFFICIAL PUBLIC RECORDS

Dianne Wilson

02-23-2001 02:08 PM 2001015154
GMJ \$23.00
DIANNE WILSON, COUNTY CLERK
FORT BEND COUNTY, TEXAS