



OFFICE OF THE SECRETARY OF STATE

CERTIFICATE OF INCORPORATION
OF

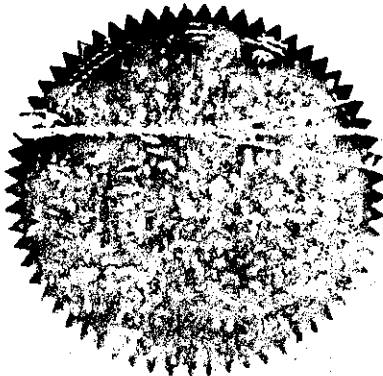
NORTHSHIRE MAINTENANCE FUND, INC.
CHARTER NO 325468

The undersigned, as Secretary of State of the State of Texas, hereby certifies that duplicate originals of Articles of Incorporation for the above corporation duly signed and verified pursuant to the provisions of the Texas Non-Profit Corporation Act, 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 him by law, hereby issues this Certificate of Incorporation and attaches hereto a duplicate original of the Articles of Incorporation.

Dated June 1, 19 73.

Mark H. White
Secretary of State



ARTICLES OF INCORPORATION
OF
NORTHSHIRE MAINTENANCE FUND, INC.

FILED
In the Office of the
Secretary of State of Texas

1111 1 1973

Bill Kinch
Deputy Director, Corporation Division

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 for such corporation:

ARTICLE I

The name of the corporation is NORTHSHIRE MAINTENANCE FUND, INC.

ARTICLE II

The corporation is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The purpose or purposes for which the corporation is organized are:

1. To own, manage, maintain and operate any common properties and common areas in REPLAT, NORTHSHIRE SECTION ONE, a subdivision in Harris County, Texas;
2. To collect the maintenance assessments and charges as provided in the Declaration of Covenants and Restrictions for REPLAT, NORTHSHIRE SECTION ONE;
3. To provide, maintain and operate recreational facilities for the benefit of the members, including but not limited to, tennis courts, swimming pools, park areas, pavillion buildings and other types of recreational facilities;

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4. To provide private garbage and trash collection services for the subdivision;
5. To encourage compliance on the part of all property owners with subdivision restrictions;
6. To provide street lighting facilities within the subdivision; and
7. To do and provide any and all other things necessary or desirable in the opinion of the Board of Trustees to provide and promote a clean, well cared for and maintained neighborhood for the benefit of the members of the subdivision.

ARTICLE V

The corporation shall have classes of membership as defined in the Declaration of Covenants and Restrictions for REPLAT, NORTHSHIRE SECTION ONE and the By-Laws of the corporation; and each member shall have such voting rights as are defined in the By-Laws of the corporation and the Declaration of Covenants and Restrictions for REPLAT, NORTHSHIRE SECTION ONE.

ARTICLE VI

The street address of the initial registered office of the corporation is 8989 Westheimer, Houston, Texas 77042 and the name of its initial registered agent at such address is J. K. Lyles.

ARTICLE VII

The number of trustees constituting the initial Board of Trustees of the corporation is three (3) and the name and address of the persons who are to serve as the initial trustees are:

<u>NAME</u>	<u>ADDRESS</u>
E. G. McMillan	8989 Westheimer Houston, Texas 77042
Carl King	8989 Westheimer Houston, Texas 77042
Adrian Kachel	8989 Westheimer Houston, Texas 77042

ARTICLE VIII

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

<u>NAME</u>	<u>ADDRESS</u>
Mary Flowers	1808 First City National Bank Bldg. Houston, Texas 77002
Jeanne Brock	1808 First City National Bank Bldg. Houston, Texas 77002
Joyce Long	1808 First City National Bank Bldg. Houston, Texas 77002

IN WITNESS WHEREOF, we have hereunto set our hands this 31st day of May, 1973.

Mary Flowers
Mary Flowers

Jeanne Brock
Jeanne Brock

Joyce Long
Joyce Long

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared MARY FLOWERS, JEANNE BROCK and JOYCE LONG, known to me to be the persons whose names are subscribed to the foregoing instrument, being first duly sworn, and acknowledged to me that they executed the same for the purposes and consideration therein expressed.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 31st day of May, 1973.

Shirley Washburn
Notary Public in and for
Harris County, Texas