

6.8-7767

FILED
In the Office of the
Secretary of State of Texas

FEB 21 1978

Bill Kimbrough

Director, Corporation Division

ARTICLES OF INCORPORATION
OF

VILLAGE WOOD TOWNHOMES ASSOCIATION, INC.

We, the undersigned natural persons of the age of twenty-one (21) years or more, at least two (2) 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 VILLAGE WOOD TOWNHOMES ASSOCIATION, INC.

ARTICLE II

The corporation is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

Subject to Part IV of the Texas Miscellaneous Corporation Laws Act, the purposes for which the corporation is organized are:

To operate, manage, maintain and administer the affairs of VILLAGE WOOD TOWNHOMES, a condominium project established pursuant to Article 1301a of the Texas Revised Civil Statutes and that certain Declaration and Master Deed dated April 27, 1977, recorded in Volume 38, Page 1, of the Condominium Records of Harris County, Texas (the "Declaration and Master Deed").

To enter into and perform any contract to exercise all powers which may be necessary or convenient to the operation, management, maintenance and administration of the affairs of VILLAGE WOOD TOWNHOMES as a condominium project in accordance with the Declaration and Master Deed.

ARTICLE V

Each Owner shall be a member of the operation and no other person or entity shall be entitled to membership. No Owner shall be required to pay any consideration whatsoever solely for his membership in the corporation.

The share of an Owner in the funds and assets of the corporation cannot be assigned, pledged or transferred in any manner except as an appurtenance to his Unit in the Condominium Project.

Each Owner shall be entitled to a vote, the value of which shall equal the total of the percentages assigned to the Units owned by such Owners as set forth in the Declaration and Master Deed.

No Owner, other than the Developer, shall be entitled to vote at any meeting of the corporation until he has presented evidence of ownership of a Unit in the Condominium Project to the corporation. The vote of each Owner may only be cast by such Owner or by a proxy given by such Owner to his or her spouse or to another Owner or to his duly authorized representative. If title to a Unit shall be in the name of two or more persons as Owners, any one of such Owners may vote as the Owner of the Unit at any meeting of the corporation and such vote shall be binding on such other Owners who are not present at such meeting until written notice to the

contrary has been received by the corporation in which case the unanimous action of all such Owners (in person or by proxy) shall be required to cast their vote as Owners. If two or more of such Owners are present at any meeting of the corporation, then unanimous action shall also be required to cast their vote as Owners.

An Owner in default of any provisions of the Declaration and Master Deed shall not be entitled to vote at any meeting of the corporation so long as such default is in existence.

The terms "Owner", "Unit", "Condominium Project" and "Developer", as used herein, shall have the same meaning as set forth in the Declaration and Master Deed.

ARTICLE VI

The street address of the initial registered office of the corporation is 9900 Northwest Freeway, Suite 115, Houston, Texas 77092, and the name of the initial registered agent at such address is CHRIS ROSPRIM.

ARTICLE VII

The number of directors of the corporation shall be fixed by the by-laws of the corporation but shall not be less than five (5). The number of directors constituting the initial board of directors of the corporation is five (5), and the names and addresses of the persons who are to serve as the initial board of directors are:

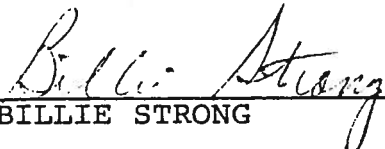
<u>Name</u>	<u>Address</u>
George R. Moody	P. O. Box 19036 Houston, Texas
Joe P. Delorenzo, Jr.	P. O. Box 19036 Houston, Texas 77024
H. Robert Murray, Jr.	22 Town & Country Village Houston, Texas 77024
Howard E. Boyer	P. O. Box 19036 Houston, Texas 77024
Chris Rosprim	9900 Northwest Freeway, Suite 115 Houston, Texas 77092

ARTICLE VIII


The name and street address of each incorporator is:

<u>Name</u>	<u>Address</u>
Billie Strong	3314 Dalmation Houston, Texas 77045
Ursula Johnson	9036 Elizabeth Drive Houston, Texas 77055
Mary Sumler	10511 Huntington Place Drive Houston, Texas 77099

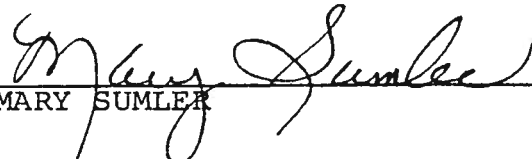
IN WITNESS WHEREOF, we have hereunto set our hands this
17th day of February, 1978.



 BILLIE STRONG



 URSULA JOHNSON



 MARY SUMLER

THE STATE OF TEXAS §

COUNTY OF HARRIS §

I, Judy L. Mathews, a Notary Public, do hereby certify that on the 17th day of February, 1978, personally appeared before me BILLIE STRONG, URSULA JOHNSON and MARY SUMLER, who each being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal the day and year above written.

Judy L. Mathews
Notary Public in and for
Harris County, Texas

JUDY L. MATHEWS
Notary Public in and for Harris County, Texas
My Commission Expires June 15, 1979

IN WITNESS WHEREOF, the undersigned, being the President and Secretary of the Association have executed the foregoing instrument on this 27 day of July, 1995.

VILLAGE WOOD TOWNHOMES ASSOCIATION

ATTEST:

By: A. Tildon Creech

A. Tildon Creech, President

Date: _____

Mary E. Herson
Secretary

STATE OF TEXAS *
*
COUNTY OF HARRIS *

Before me, a notary public, on this day personally appeared A. Tildon Creech, known to me to be the person whose name is subscribed to the foregoing instrument and, being by me first duly sworn and declared that he executed same in the capacity and consideration therein expressed. Given under my hand and seal of office this the 27 day of July, 1995.

Valerie N. Driver
NOTARY PUBLIC - STATE OF TEXAS

#27864

