

ARTICLES OF INCORPORATION  
OF  
WOODSTONE HOMEOWNERS' ASSOCIATION, INC.

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 WOODSTONE HOMEOWNERS' ASSOCIATION, INC.

ARTICLE II.

The corporation is a non-profit corporation, and shall have all of the powers specified in the Texas Non-Profit Corporation Act.

ARTICLE III.

The period of duration of this corporation is perpetual.

ARTICLE IV.

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

1. To collect the annual maintenance charge, and any interest thereon, from owners of building sites in accordance with the provisions of subdivision restrictions applicable to the said lots as filed for record in the County Clerk's Office of Harris County, Texas, and which require payment of said maintenance charge to this corporation. The initial subdivision as to which this corporation shall act shall be WOODSTONE III SUBDIVISION of Harris County, Texas.

2. To arrange for, provide and pay for the furnishing to the applicable subdivision of the following: the cleaning and

maintenance of streets, sidewalks, paths, parks, parkways, esplanades and vacant lots; providing fogging for insect control; payment of any and all ad valorem taxes on said common property owned by the corporation; maintaining and controlling operation of main entrance and secondary entrances and guard house; planting and caring for and watering transplanted trees and shrubbery at entrances, in esplanades and on vacant lots; providing back door garbage and rubbish pickup, encouraging compliance with and enforcement of all covenants and restrictions in the applicable subdivisions; owning, leasing, providing, controlling, maintaining and operating recreational facilities, including but not limited to, swimming pools, tennis courts, clubhouses and private park areas; and doing any other thing necessary or desirable in the opinion of the Trustees of this corporation to keep the property of the applicable subdivision neat and in good order or which the Trustees consider of general benefit to the owners or occupants of lots in the applicable subdivision and the community; and to do any and all other acts in connection with all of the above purposes.

ARTICLE V.

The street address of the initial registered office of the corporation is 300 Tealwood, Houston, Texas, and the name of its initial registered agent at such address is Frank Stewart.

ARTICLE VI.

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

Benson Ford	480 Post Oak Tower, Houston, Texas;
Everett Cook	1717 Polk, Houston, Texas;
Frank Stewart	300 Tealwood Drive, Houston, Texas.

ARTICLE VII.


The names and street address of each incorporator is:

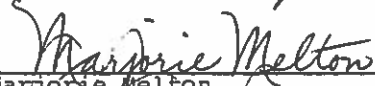
Bob Casey, Jr.	1808 First City Natl. Bank Bldg., Houston, Texas 77002;
Marjorie Melton	1808 First City Natl. Bank Bldg., Houston, Texas 77002;
Patrick Oxford	1808 First City Natl. Bank Bldg., Houston, Texas 77002.

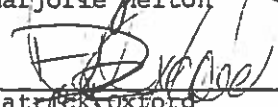
ARTICLE VIII.

The initial Trustees shall serve until the last lot is sold by Tectonic or upon their resignation. In case of the resignation, death or incapacity to serve of less than all three of the initial Trustees prior to said time, the remaining Trustee or Trustees may appoint a Substitute Trustee or Trustees to serve the remainder of said period. The judgment of the Trustees, whether the Trustees are the initial Trustees or Substitute Trustees, in the expenditure of funds of this corporation shall be final and conclusive, so long as such judgment is exercised in good faith. The By-Laws of this corporation shall be adopted by the initial Board of Trustees and shall thereafter be amended or altered by a majority vote of the Trustees.

IN WITNESS WHEREOF we have hereunto set out hands this 29 day of July, 1971.

  
 \_\_\_\_\_  
 Bob Casey, Jr.

  
 \_\_\_\_\_  
 Marjorie Melton

  
 \_\_\_\_\_  
 Patrick Oxford

546-22-2278

STATE OF TEXAS   §  
                          §  
COUNTY OF HARRIS   §

BEFORE ME, the undersigned authority, on this day personally appeared Bob Casey, Jr., Marjorie Melton, and Patrick Oxford, who each being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal of office this 29<sup>th</sup> day of July, 1971.

Micelle S. Walsh  
Notary Public in and for  
Harris County, Texas

546-22-2279

ARTICLES OF AMENDMENT  
TO ARTICLES OF INCORPORATION OF  
WOODSTONE HOMEOWNERS' ASSOCIATION, INC.

Filed in the Office of the  
Secretary of State of Texas  
Deputy Secretary of State  
Corporation Division  
1578  
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Pursuant to the provisions of Article 4.03 of the Texas Non-Profit Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation which modify the purposes for which the Corporation was organized and change the designation from Board of Trustees to Board of Directors:

ARTICLE I

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

ARTICLE II

The following Amendments to the Articles of Incorporation were adopted by the sole voting member of the Association on September 30, 1971:

Article IV of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE IV.

"The subdivision as to which this Corporation shall act shall be Woodstone, Section III, an addition in Harris County, Texas, according to the plat thereof filed for record in the Map Records of the County Clerk of Harris County, Texas, in Volume 0180, Page 38, except for Lot "A" shown thereon, and the purpose or purposes for which this corporation is organized are:

- (1) To collect the maintenance charge and any special assessments together with interest or penalties thereon, and enforce the payment of such charges and assessments from owners of building sites in accordance with the provisions of subdivision restrictions as filed of record in the County Clerk's office, of Harris County, Texas.
- (2) To arrange for, provide and pay for the furnishing of the following services: the cleaning and maintenance of streets, sidewalks, paths, parks, vacant lots and all improvements within the dedicated right-of-way for the perimeter streets out to the curbsides on the Woodstone, Section III sides of the streets, and out to the and including the esplanades

R. L. [Signature]

546-22-2288

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on Gessner Street; providing fogging for insect control; payment of any and all ad valorem taxes on common property within the subdivision; owning, leasing, providing, controlling, maintaining and operating recreational facilities and an association building.

(3) To do any other thing necessary or desirable in the opinion of the directors of this corporation to keep the property of the subdivision neat and in good order or which the directors consider of general benefit to the owners or occupants of the building sites in the subdivision and the community; and to do any and all other acts in connection with all of the above purposes."

Article VI of the Articles of Incorporation is hereby amended to read as follows:

ARTICLE VI

"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 are:

- Benson Ford      480 Post Oak Tower,  
Houston, Texas;
- Everett Cook      1717 Polk, Houston, Texas;
- Frank Stewart    300 Tealwood Drive,  
Houston, Texas."

Article VIII of the Articles of Incorporation is hereby amended to read as follows:

"The initial Directors shall serve until the first annual election of Directors as specified in the By-Laws or upon their resignation. In the case of resignation, death or incapacity to serve of less than all three (3) of the initial Directors prior to said time, the remaining Director or Directors may appoint a substitute Director or Directors to serve the remainder of said period. The judgment of the Directors, whether the Directors are the initial Directors or Substitute Directors, in the expenditure of funds of this corporation shall be final and conclusive, so long as such judgment is exercised in good faith. The By-Laws of this corporation shall be adopted by the initial Board of Directors and shall thereafter be amended or altered by a majority vote of the Directors.

ARTICLE III

The above amendments were adopted by consent in writing by all members entitled to vote with respect thereto.

DATED this 15th day of March, 1972.

WOODSTONE HOMEOWNERS' ASSOCIATION,  
INC.

BY: *Frank Stewart*  
President

BY: *Russell Page*  
Secretary

THE STATE OF TEXAS

§

COUNTY OF HARRIS

§

I, *Betty J. Nelson*, a Notary Public, do hereby certify that on this 15 day of March, 1972, personally appeared before me FRANK STEWART, who being by me first duly sworn, declared that he is the *President* of WOODSTONE HOMEOWNERS' ASSOCIATION, INC., that he signed the foregoing document in the capacity stated and that the statements therein contained are true.

*Betty J. Nelson*  
Notary Public in and for  
Harris County, T e x a s

BETTY J. NELSON  
NOTARY PUBLIC IN AND FOR HARRIS COUNTY, TEXAS  
MY COMMISSION EXPIRES JUNE 1, 1973

546-22-2282