



The State of Texas

Secretary of State
JUNE 29, 2001

AUBREY DICKSON MARTIN JR: SHERRYL B RUTH
1177 WEST LOOP SOUTH, SUITE 1100
HOUSTON ,TX 77027

RE:
OAK RIDGE PLACE COMMUNITY ASSOCIATION, INC.
CHARTER NUMBER 01609355-01

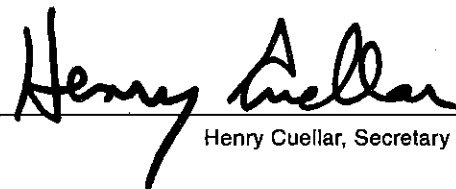
IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD YOUR RESTATED ARTICLES OF INCORPORATION. THE APPROPRIATE EVIDENCE IS ATTACHED FOR YOUR FILES, AND THE ORIGINAL HAS BEEN FILED IN THIS OFFICE.

PAYMENT OF THE FILING FEE IS ACKNOWLEDGED BY THIS LETTER.

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

VERY TRULY YOURS,




Henry Cuellar, Secretary of State



The State of Texas
Secretary of State

CERTIFICATE OF RESTATED ARTICLES
OF INCORPORATION
OF

OAK RIDGE PLACE COMMUNITY ASSOCIATION, INC.
CHARTER NUMBER 01609355

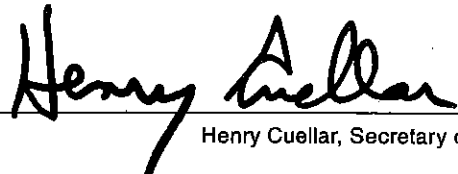
THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,
HEREBY CERTIFIES THAT THE ATTACHED RESTATED ARTICLES OF INCORPORATION
FOR THE ABOVE NAMED CORPORATION HAVE BEEN RECEIVED IN THIS OFFICE AND
ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SECRETARY OF STATE, AND BY VIRTUE
OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS
CERTIFICATE OF RESTATED ARTICLES OF INCORPORATION.

DATED JUNE 29, 2001

EFFECTIVE JUNE 29, 2001




Henry Cuellar, Secretary of State

**RESTATED ARTICLES OF INCORPORATION
OF
OAK RIDGE PLACE COMMUNITY ASSOCIATION, INC.**

COPY
FILED
In the Office of the
Secretary of State of Texas

ARTICLE I.

JUN 29 2001

OAK RIDGE PLACE COMMUNITY ASSOCIATION, INC., pursuant to Article 4.06 of the Texas Non-Profit Corporation Act, hereby adopts Restated Articles of Incorporation which accurately copy the Articles of Incorporation and all amendments thereto that are in effect to date and as further amended by such Restated Articles of Incorporation as hereinafter set forth, and which contain no other change in any provision thereof.

ARTICLE II.

The Articles of Incorporation of the corporation are amended by the Restated Articles of Incorporation as follows:

**ARTICLE III.
NAME OF CORPORATION**

The name of the corporation is Oak Ridge Place Community Association, Inc., hereinafter called the "Association".

**ARTICLE IV.
REGISTERED OFFICE**

The registered office of the Association is 1300 Post Oak Boulevard, Suite 230, Houston, Texas 77056.

ARTICLE V.

John L. Mattern is hereby appointed the registered agent of the Association, whose address is the same as that of the registered office.

**ARTICLE VI.
DURATION**

The period of duration of the Association is perpetual.

**ARTICLE VII.
PURPOSES AND POWERS OF THE ASSOCIATION**

The Association is organized to be operated for the sole purpose of carrying on as a

"homeowners association", as that term is defined by Section 528© of the Internal Revenue Code of 1986. Specifically, the Association is formed to provide for the administration, maintenance and preservation of the "Properties," including the "Lots" (as such terms are defined in that certain Declaration of Covenants, Conditions and Restrictions for Oak Ridge Place, Section One, filed for record in the office of the County Clerk of Harris County, Texas [the "Declaration"], under Harris County Clerk's File No. V036540, in accordance with the Declaration; to exercise the duties and prerogatives of the Association set forth in the Declaration; to exercise all of the powers and duties set forth in the Bylaws of the Association and the Declaration; to 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 may now or hereafter have or exercise; and, to the extent permitted by law, to do any and all other things necessary to implement or accomplish the purposes set forth in the Bylaws of the Association and the Declaration.

ARTICLE VIII. MEMBERSHIP

Each owner of a lot encumbered by the Declaration shall upon and by virtue of becoming such owner, automatically become and shall remain a member of the Association until ownership of the lot ceases for any reason, at which time the membership in the Association shall also automatically cease. Membership in the Association shall be appurtenant to and shall automatically follow the ownership of such Lot and may not be separated from such ownership.

The Association shall have two (2) classes of Members:

A. Class "A". Class "A" Members shall be all Owners (as such term is defined in the Declaration), with the exception of Declarant (as such term is defined in the Declaration). Each Class "A" Member shall be entitled to one (1) vote for each Lot owned by such Member in the Properties; provided, however, when more than one person holds an interest in any Lot, all such persons shall be Members, and the single vote for such Lot shall be exercised by them as they among themselves determine but in no event shall more than one (1) vote be cast with regard to any Lot owned by a Class "A" Member. The votes of the Class "A" Members are referred to herein as the "Class 'A' votes".

B. Class "B". The Class "B" Member shall be Declarant or its successors and assigns to whom the right of Class "B" membership is expressly assigned in writing (with a copy of the written instrument making such assignment being delivered to the Association). The Class "B" Member shall be allowed three (3) votes for each Lot in the Properties owned by Declarant. All Class "B" votes shall cease to exist and automatically be converted to Class "A" votes on the happening of any of the following events, whichever occurs earlier:

1. When the total number of Class "A" votes entitled to be cast with respect to the Properties equals the total number of Class "B" votes entitled to be cast with

respect to the Properties; or

2. January 1, 2025.

C. Reinstatement of Class "B" Votes. Notwithstanding the prior provisions Subsection B above, if additional land is made subject to the jurisdiction of the Association pursuant to a Supplemental Declaration such that Declarant owns more than twenty-five percent (25%) of the total of all Lots, then the provisions in said paragraph B of Article VI shall be automatically reinstated *ipso facto*.

**ARTICLE IX.
BOARD OF DIRECTORS**

The number of Directors constituting the initial Board of Directors of the Association is five (5) and the names and addresses of the persons who are to serve as the initial Directors are:

<u>Name</u>	<u>Address</u>
John L. Mattern	1300 Post Oak Blvd., Suite 230 Houston, Texas 77056
Steven M. Gilmore	1300 Post Oak Blvd., Suite 230 Houston, Texas 77056
James T. Swarts	1300 Post Oak Blvd., Suite 230 Houston, Texas 77056
Richard Rue	15915 Katy Freeway, Suite 405 Houston, Texas 77094
Chad Medors	15915 Katy Freeway, Suite 405 Houston, Texas 77094

**ARTICLE X.
NON-PROFIT CORPORATION**

The Association is a non-profit corporation, without capital stock organized solely for the purposes specified in Article V, and no part of its property, whether income or principal, shall ever inure to the benefit of any director, officer, Member or employee of the Association, nor shall any such director, officer, Member, employee, or individual receive or be lawfully entitled to receive any profit from the operations of the Association for reimbursement of expenses except to the extent permitted by the Bylaws or the Declaration.

**ARTICLE XI.
PROHIBITED ACTS**

The Association shall not pay dividends or other corporate income to its Members, directors, or officers or otherwise accrue distributable profits or permit the realization of private gain. This prohibition shall not apply to acquiring, constructing, or providing management, maintenance, and care of Association property, or the rebate of excess membership dues, fees, or assessments to the Members of the Association. The Association shall have no power to take action prohibited by the Texas Non-Profit Corporation Act.

**ARTICLE XII.
LIMITATION ON LIABILITY OF DIRECTORS**

A director is liable to the Association and/or its members for monetary damages for an act or omission in the director's capacity as director only as provided in the Declaration.

**ARTICLE XIII.
INDEMNIFICATION**

The Association may indemnify a person who was, is, or is threatened to be named defendant or respondent in litigation or other proceedings because the person is or was a director or other person related to the Association, as provided by the Bylaws of the Association. The terms and conditions of such indemnification shall be set forth in the Declaration or the Bylaws.

**ARTICLE XIV.
ACTIONS WITHOUT MEETINGS**

Any action required by the Texas Non-Profit Corporation Act to be taken at a meeting of the Members or Directors of the Association or any action that may be taken at a meeting of the Members or Directors of any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken, is signed by a sufficient number of Members, directors, or committee members as would be necessary to take that action at a meeting at which all of the Members, directors, or members of the committee were present and voted.

**ARTICLE XV.
DISSOLUTION**

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 or shall be granted, conveyed, and assigned to any non-profit corporation, association, trust, or other organization devoted to such similar purposes.

**ARTICLE XVI.
HUD OR VA APPROVAL**

Annexation of additional property, mergers and consolidations, mortgaging of Common Area, dissolution, and amendment of these Articles require the prior approval of the United States Department of Housing and Urban Development ("HUD") or the Veterans Administration ("VA") for so long as there is a Class "B" membership. However, in the event mortgages or deeds of trust recorded against Lots within the properties are not insured by HUD or the VA, then all of the prior approval requirements shall be null and void and no such prior approval shall be required.

**ARTICLE XVII.
AMENDMENTS**

Amendments of these Articles of Incorporation shall require the consent of two-thirds (2/3) of the entire membership of the Association. So long as there is a Class "B" membership, an amendment of these Articles of Incorporation shall require prior approval of HUD or VA.

ARTICLE XVIII.

Each such amendment made by these Restated Articles of Incorporation has been effected in conformity with the provisions of the Texas Non-Profit Corporation Act and such Restated Articles of Incorporation were duly adopted in the following manner:

The Restated Articles of Incorporation as so amended were adopted at a meeting of the Class B Member(s) held on JUNE 25, 2001, at which a quorum was present and received all of the vote(s) of the Class B Member(s), there being no Class A Members as of such date.

Dated June 25, 2001.

OAK RIDGE PLACE COMMUNITY
ASSOCIATION, INC.

By: Steven M. Gilmore
Name: Steven M. Gilmore
Title: President

By: John L. Mattern
Name: John L. Mattern
Title: Secretary

THE STATE OF TEXAS

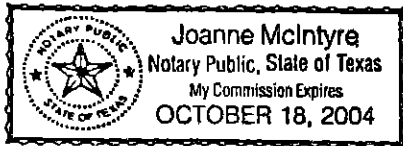
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§
§

COUNTY OF HARRIS

Before me, a notary public, on this day personally appeared Steven M. Gilmore and John L. Mattern, known to me to be the persons whose names are subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office on this 25th day of June, 2001.

[SEAL]



Joanne McIntyre
Notary Public, State of Texas
Printed Name: Joanne McIntyre
My Commission Expires: 10/18/04

25
Notice
6

0814b319.08\7-350-800

PRESIDENT'S CERTIFICATE OF FILING

20080474759
09/11/2008 RP2 \$112.00

I, Steve Gilmore, certify that:

I am the duly qualified and acting President of Oak Ridge Place Community Association, Inc., a duly organized and existing Texas non-profit corporation.

The attached instruments are true copies of unrecorded Dedicatory Instruments, as that term is defined by Section 202.001 of the Texas Property Code, pertaining to Oak Ridge Place Community Association, Inc.

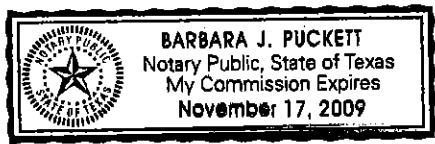
The attached instruments are being presented for recording in the Official Public Records of Harris County, Texas pursuant to Section 202.006 of the Texas Property Code.

Dated: 8/21/2008

Steve Gilmore
Steve Gilmore, President
Oak Ridge Place Community Association, Inc. *low fee*

THE STATE OF TEXAS §
 §
COUNTY OF HARRIS §

This instrument was acknowledged before me on the 21st day of August, 2008, by Steve Gilmore, President of Oak Ridge Place Community Association, Inc., a Texas non-profit corporation, on behalf of said corporation.



Barbara J. Puckett
Notary Public in and for the State of Texas

AFTER RECORDING RETURN TO: //

Bartley & Spears, P.C.
14811 St. Mary's Lane, Suite 270
Houston, Texas 77079

FILED FOR RECORD
8:00 AM

SEP 11 2008

Douglas L. Hayward
County Clerk, Harris County, Texas

RECEIVED
SEP 18 2008

RECEIVED

BY:.....

SEP 24 2008

RP 059-82-0358