

ARTICLES OF INCORPORATION  
OF  
BRAZOS LAKES  
PROPERTY OWNERS' ASSOCIATION

**EILED**  
In the Office of the  
Secretary of State of Texas  
**AUG 3 1999**  
**Corporations Section**

I, the undersigned natural person of the age of eighteen (18) years or more, acting as incorporator of a corporation under that Texas Non-Profit Corporation Act, Tex. Civ. Stat. Ann. Article 1396-1.01 et seq., as it may be amended, do hereby adopt the following Articles of Incorporation of such corporation:

**ARTICLE I**

**NAME**

The name of the corporation is BRAZOS LAKES Property Owners' Association ("Association").

**ARTICLE II**

**NONPROFIT CORPORATION**

The Association is formed as a non-stock, non-profit corporation under the provisions of the Texas Non-Profit Corporation Act, Article 1396-1.01, et seq. The Association does not contemplate pecuniary gain or profit to its Members (as defined in Article VII hereinbelow) and is organized for non-profit purposes. Upon dissolution, all of the Association's assets shall be distributed to the State of Texas, or to an organization exempt from taxes under the Internal Revenue Service code Section 501C(3).

**ARTICLE III**

**PRINCIPAL BUSINESS ADDRESS**

The mailing address of the principal business address of the Association is P. O. Box 690845, Houston, Texas 77269-0845.

## **ARTICLE IV**

### **DURATION**

The period of duration of the Association shall be perpetual.

## **ARTICLE V**

### **PURPOSES**

The purposes for which the Association is organized are as follows:

- (a) To be and constitute the Association described in the Declarations of Covenants, Conditions and Restrictions for BRAZOS LAKES, being a Subdivision of 499.639 acres of land situated in the Mark Smith Survey, A-315, the A.P. George Survey, A-754, the Charles D. Sayre Survey, A-82 and the Silas Jones Survey, A-272, Fort Bend County, Texas according to the plat os said Brazos Lakes, recorded in the office of the County Clerk of Fort Bend County, Texas on the 3<sup>rd</sup> day of November, 1998, after having been approved as provided by law, and being recorded under Clerk's File No. 9889406, in the Official Public Records of Fort Bend County, Texas (hereinafter referred to as the "Property" or the "Subdivision"); and as amended from time to time, and in any other Declaration of Covenants, Conditions and Restrictions filed for record for any additional section in the BRAZOS LAKES Development. The term Declaration, as used hereafter, means the foregoing declarations, individually or collectively, as indicated by the context.
- (b) To perform all obligations and duties of the Association, and to exercise all rights and powers of the Association, as specified in the Restrictions and the Bylaws ( as defined in Article VI hereinbelow), and as provided by law; and
- (c) To further the interests of the owners of property subject to the Restrictions.

## **ARTICLE VI**

### **BYLAWS**

The Bylaws of the Association ("Bylaws") shall be adopted by the Board of Directors and may be altered, amended, or rescinded in the manner provided in the Bylaws.

## ARTICLE VII

### POWERS

The powers of the Association shall include and be governed by the following provisions:

- (a) The Association shall have all of the powers of a non-profit corporation under Texas law and all of the powers necessary or desirable to perform the obligations and duties and to exercise the rights and powers set out in these Articles of Incorporation, the Bylaws, and the Restrictions, including, without limitation, the power:
  - (i) subject to the provisions set forth in the Restrictions to fix, collect, and enforce payment, by any lawful means, of assessments and other charges to be levied against the property subject to the Restrictions and to use the proceeds therefrom for the purposes set forth in the Restrictions, these Articles of Incorporation and the Bylaws;
  - (ii) to enforce covenants, conditions, or restrictions affecting any property to the extent the Association may be authorized to do so under the Restrictions or Bylaws;
  - (iii) to engage in activities which will actively foster, promote, and advance the common interests of all owners of property subject to the Restrictions;
  - (iv) to buy or otherwise acquire, sell, dedicate for public use, or otherwise dispose of, mortgage, or otherwise encumber, exchange, lease, own, hold, use, operate, and otherwise deal in and with real, personal, and mixed property of all kinds and any right or interest therein for any purpose of the Association, subject to such limitations as may be set forth in the Restrictions or Bylaws;
  - (v) to borrow money for any purpose, subject to such limitations as may be contained in the Restrictions or Bylaws;
  - (vi) to enter into, make, perform, or enforce contracts of every kind and description; and
  - (vii) To do all other acts necessary, appropriate, or advisable in carrying out any purpose of the Association, with or in association with any other corporation, association, or other entity or agency, public or private.

The foregoing enumeration of powers shall not limit or restrict in any manner the exercise of other rights and powers which may now or hereafter be permitted by law, the powers specified in each of the paragraphs of these Articles of Incorporation are independent powers, not to be restricted by reference to or inference from the terms of any other paragraph of these Articles of Incorporation.

- (b) The Association shall make no distributions of income to its Members, Directors, or Officers.

## **ARTICLE VIII**

### **MEMBERS**

- (a) Subject to the provisions of the Restrictions, the owners of property subject to the Restrictions shall be members of the Association ("Members") and shall be entitled to vote as set forth in the Restrictions and Bylaws.
- (b) Change of membership in the Association shall be established by recording in the Official Public Records of Real Property of Montgomery County, Texas, a deed or other instrument establishing record title to real property subject to the Restrictions. Upon such recordation, the owner designated by such instrument shall become a Member of the Association and the membership of the prior owner shall be terminated.
- (c) A Member's privileges and rights in the Association cannot be assigned, hypothecated, or transferred in any manner, except as an appurtenance of property owned by such Member.

## **ARTICLE IX**

### **BOARD OF DIRECTORS**

- (a) The qualifications, manner of selection, duties, terms and other matters relating to the Board of Directors shall be provided in the Bylaws. The initial Board of Directors shall consist of three persons. The number of directors may be increased or



**ARTICLE XII**

**REGISTERED AGENT AND OFFICE**

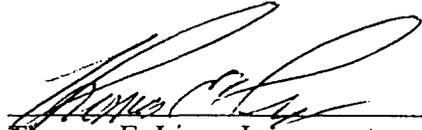
The Association hereby appoints Susan L. McKirahan, C.K.M. Property Management, Inc., as its lawful registered agent upon whom all notices and processes, including service of summons, may be served, and which when served, shall be lawful, personal service upon the Association. The registered office of the Association for service of process is:

Susan L. McKirahan  
C.K.M. Property Management, Inc.  
8030 Durklyn  
Houston, Texas 77070

Corporate Mailing Address:  
P. O. Box 690845  
Houston, Texas 77269-0845

The Board of the Association may, at any time, appoint another agent for such purpose and the filling of such appointment shall revoke this or any other previous appointment of such agent.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14 day of July, 1999.

  
Thomas E. Lipar, Incorporator

**ACKNOWLEDGEMENT**

STATE OF TEXAS )(

COUNTY OF FORT BEND )(

This instrument was acknowledged before me on this the 14 day of July, 1999, by Thomas E. Lipar.

  
Notary Public, State of Texas

