

U155384

CERTIFICATE

529-97-2539

Notice

THE STATE OF TEXAS §
COUNTY OF HARRIS §

KNOW ALL MEN BY THESE PRESENTS:

01/03/00 300354641 U155384 \$55.00

That I, DAVID DEAL, being the duly elected and acting President of TWIN LAKES HOMEOWNERS ASSOCIATION, INC., a Texas non-profit corporation (the "Association"), pursuant to the terms and provisions of Texas Property Code § 202.006 do hereby certify the following, to-wit:

That attached to this Certificate are the organizational documents for the Association including:

- a. Articles of Incorporation of Twin Lakes Homeowners Association, Inc. as filed with the Secretary of State of Texas on September 26, 1989, a copy of which is attached hereto as Exhibit "A" and made a part hereof for all purposes (the "Articles of Incorporation"),
- b. Bylaws of Twin Lakes Homeowners Association, Inc. , a copy of which is attached hereto as Exhibit "B" and made a part hereof for all purposes (the "Bylaws"), and
- c. First Amendment to Bylaws of Twin Lakes Homeowners Association, Inc., a copy of which is attached hereto as Exhibit "C" and made a part hereof for all purposes (the "First Amendment to Bylaws").

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Y*

That the properties affected by and currently governed by the Articles of Incorporation, Bylaws and First Amendment to Bylaws are set out and more particularly described on Exhibit "D" attached hereto and made a part hereof for all purposes.

That the Articles of Incorporation, Bylaws and First Amendment to Bylaws attached hereto represent true and correct copies of the originals of each of said documents.

That the Articles of Incorporation, Bylaws and First Amendment to Bylaws are placed of record in the Office of the

529-97-2540

County Clerk of Harris County, Texas, in strict compliance with the requirements of Texas Property Code § 202.006.

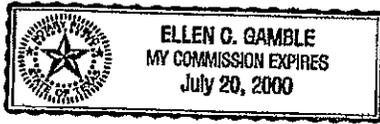
EXECUTED this 29th day of December, 1999.

David Deal
DAVID DEAL, President

THE STATE OF TEXAS §

COUNTY OF HARRIS §

This instrument was acknowledged before me on the 29th day of December, A. D., 1999, by DAVID DEAL, President of TWIN LAKES HOMEOWNERS ASSOCIATION, INC., a Texas non-profit corporation, on behalf of said corporation. W



Ellen C. Gamble
Notary Public - State of Texas

IC:MYDOCUMENTS:CERTIFICATE93601.TLH\

RETURN TO:
H. WAYNE WHITE
800 BERING DR., SUITE 401
HOUSTON, TEXAS 77057

529-97-2541

FILED
In the Office of the
Secretary of State of Texas

ARTICLES OF INCORPORATION

SEP 26 1989

OF

Corporations Section

TWIN LAKES HOMEOWNERS ASSOCIATION, INC.

We the undersigned natural persons of the age of eighteen 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 as Articles of Incorporation for such corporation.

ARTICLE ONE

NAME

The name of the corporation is TWIN LAKES HOMEOWNERS ASSOCIATION, INC., hereinafter sometimes called the "Corporation" or the "Association."

ARTICLE TWO

NON-PROFIT

The corporation is a non-profit corporation.

ARTICLE THREE

DURATION

The period of its duration is perpetual.

ARTICLE FOUR

PURPOSES AND POWERS

The purpose or purposes for which the corporation is organized are to provide for maintenance, preservation and architectural control of the residence Lots and Common Properties and Common Facilities within that certain residential subdivision known as TWIN LAKES, SECTION ONE, according to the map or plat thereof filed for record in Volume 343, Page 84 of the Map Records of Harris County, Texas, as such plat may be amended from time-to-time, or any other areas created by the dedication of additional property to the subdivision by the developer, and to promote the recreation, health, safety and welfare of the residents within the above described property and any

EXHIBIT "A"
(consisting of 7 pages)

additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose to:

(a) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the property and recorded or to be recorded in the office of the County Clerk of Harris County, Texas, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;

(b) fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business or the Association, including all licenses, taxes or governmental charges levied or imposed against the property by the Association;

(c) acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) borrow money, and with the assent of two-thirds (2/3) of each class of members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) dedicate, sell or transfer any part of the Common Properties to any public agency, authority, or utility for any service to the property above described and any additions thereto, or any part thereof, in accordance with the terms and provisions of the Declaration;

(f) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Properties, provided that any such merger, consolidation or annexation shall have the assent of two-thirds (2/3) of each class of members, or as may be provided for in said Declaration;

(g) have and to exercise any and all powers, rights and privileges which a corporation organized under the Texas Non-Profit Corporation Act by law may now or hereafter have or exercise.

ARTICLE FIVE

MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE SIX

VOTING RIGHTS

The Association shall have two classes of voting membership.

Class A. Class A members shall be all Owners with the exception of the Declarant and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote for such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to three (3) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

- (a) when the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership; or
- (b) on the tenth anniversary date of said Declaration.

ARTICLE SEVEN
BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of three (3) Directors who need not be members of the Association. The number of directors may be changed by amendment of the By-Laws of the Association. The members of the initial board of directors shall serve until their successors have been elected and qualified. In case of the resignation, death, or failure, incapacity, or refusal to serve of any of the said initial directors prior to said time, the remaining 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.

At the first annual meeting the members shall elect one director for a term of one year, one director for a term of two years and one director for a term of three years; and at each annual meeting thereafter the members shall elect one director for a term of three years.

ARTICLE EIGHT
DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than three-fourths (3/4) of each class of members. Upon dissolution of the Association, other than incident to 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 this Association was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any nonprofit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE NINEAMENDMENTS

Until January 1, 1992, these Articles may be amended or altered by a majority vote of the Board of Directors. Thereafter, amendment of these Articles shall require the assent of three-fourths (3/4) of the votes of the entire membership of each class of members.

ARTICLE TENREGISTERED AGENT

The street address of the initial registered office of the corporation is Five Post Oak Park, Suite 2220, Houston, Texas 77027, and the name of its registered agent at such address is CECIL L. HOLLEY.

ARTICLE ELEVENINITIAL BOARD OF DIRECTORS

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 the initial directors are:

1. LAURIE S. ARNOLD
Five Post Oak Park, Suite 2220
Houston, Texas 77027
2. CECIL L. HOLLEY
Five Post Oak Park, Suite 2220
Houston, Texas 77027
3. JIM A. MILLER
Five Post Oak Park, Suite 2220
Houston, Texas 77027

ARTICLE TWELVEINCORPORATORS

The name and street address of each incorporator is:

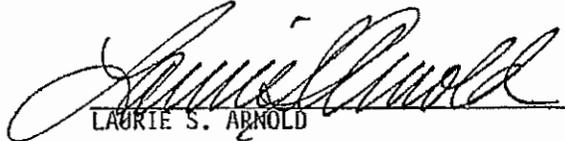
1. LAURIE S. ARNOLD
Five Post Oak Park, Suite 2220
Houston, Texas 77027

529-97-2546

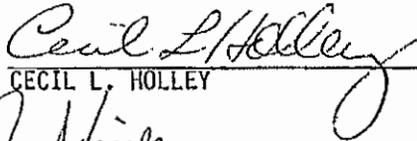
2. CECIL L. HOLLEY
~~Five Post Oak Park, Suite 2220~~
Houston, Texas 77027

3. JIM A. MILLER
Five Post Oak Park, Suite 2220
Houston, Texas 77027

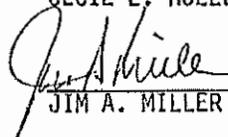
IN WITNESS WHEREOF, we have hereunto set our hands, this 18th day of
September, A.D., 1989.



LAURIE S. ARNOLD



CECIL L. HOLLEY



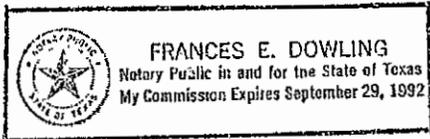
JIM A. MILLER

THE STATE OF TEXAS

COUNTY OF HARRIS

I, Frances E. Dowling, a Notary Public, do hereby certify that on this 18th day of September, A. D., 1989, personally appeared before me, LAURIE S. ARNOLD, who being by me first duly sworn, declared that she is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

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



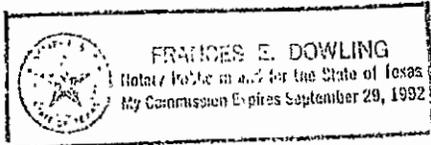
Frances E. Dowling
Notary Public - State of Texas

THE STATE OF TEXAS

COUNTY OF HARRIS

I, Frances E. Dowling, a Notary Public, do hereby certify that on this 18th day of September, A. D., 1989, personally appeared before me, CECIL L. HOLLEY, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

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



Frances E. Dowling
Notary Public - State of Texas

THE STATE OF TEXAS

COUNTY OF HARRIS

I, Maria E. Saenz, a Notary Public, do hereby certify that on this 14th day of Sept. 1989, A. D., 1989, personally appeared before me, JIM A. MILLER, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

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

Maria E. Saenz
Notary Public - State of Texas

TWNLAK

