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JDAIKOOI

ARTICLES OF INCORPORATION

OF

BAY OAKS HARBOR PROPERTY OWNERS' ASSOCIATION
(A Non-Profit Corporation)FILED
In the Office of the
Secretary of State of Texas

JAN 29 1988

Clark I-B
Corporations Section

We, the undersigned natural persons of the age of 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 and for such Corporation:

ARTICLE I.

The name of the Corporation is BAY OAKS HARBOR PROPERTY OWNERS' ASSOCIATION.

ARTICLE II.

The Corporation is a non-profit corporation, organized pursuant to the Texas Non-Profit Corporation Act without capital stock and shall have all the powers specified in the Texas Non-Profit Corporation Act. The Corporation is organized solely for non-profit purposes and does not contemplate pecuniary gain or profit to the members thereof.

ARTICLE III.

The period of duration of the Corporation is perpetual.

ARTICLE IV.

The purposes for which the Corporation is organized are:
To collect membership fees, maintenance fee assessments and donations from members of the Corporation and property owners of

lots in Bay Oaks Harbor Subdivision (including any future units developed by Bay Oaks Harbor Joint Venture on property adjoining Bay Oaks Harbor Subdivision), and solicit donations from the general public in the community and to use said monies to provide services or facilities for the general benefit of all members of the Corporation and the general public in the community. To maintain the roads and road right of way in Bay Oaks Harbor Subdivision, and to acquire, maintain and operate the swimming pool and other recreational facilities of Bay Oaks Harbor Subdivision (including all future units developed by Bay Oaks Harbor Joint Venture on property adjoining Bay Oaks Harbor Subdivision) for the benefit of all property owners of lots in Bay Oaks Harbor Subdivision (all units). To collect all maintenance fees due from said property owners for use in maintenance and operation of the roads, roadway, common area and recreational facilities owned by the Corporation and in enforcement of property use and building restrictions in Bay Oaks Harbor Subdivision (including all future units developed by Bay Oaks Harbor Joint Venture on property adjoining Bay Oaks Harbor Subdivision).

ARTICLE V.

The street address of the initial registered office of the Corporation is Rt. 9, Box 501, Livingston, Texas 77351, and the name of its initial registered agent at such address is T. E. AIKIN.

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 the initial Directors are:

T. E. Aikin
Rt. 8, Box 501
Livingston, TX 77351

Barry Aikin
103 Windwood
Livingston, TX 77351

J. D. Hoskins
9810 FM 1960 Bypass W.
Humble, Texas 77338

ARTICLE VII.

In accordance with Article 7.06 of the Texas Misc. Corporation laws act, a Director of the Corporation shall not be liable to the corporation or its members for monetary damages for an act or omission occurring in the directors capacity as a director, except as provided by law.

ARTICLE VIII.

The name and address of each incorporator is:

Edwin K. Nolan
P. O. Box 2017
Canyon Lake, TX 78130

Anita Davis
P. O. Box 2017
Canyon Lake, TX 78130

Denise Preiss
P. O. Box 2017
Canyon Lake, TX 78130

ARTICLE IX.

The members of the Corporation shall be the owners of record title of single family residential or single family camping lots in Bay Oaks Harbor Subdivision, or future units of said subdivision developed by Bay Oaks Harbor Joint Venture on property adjoining Bay Oaks Harbor Subdivision. Each of said


lots shall be entitled to only one vote at any meeting of the membership regardless of the number of owners of such lot. Furthermore, each lot owner shall be entitled to one vote for each lot owned at any meeting of the membership.

ARTICLE X.

The By-laws of this Corporation shall be adopted by the initial Board of Directors and may be amended or altered by a majority vote of the Board of Directors.

IN WITNESS WHEREOF we have hereto set our hands this 28th day of December, 1987.


EDWIN K. NOLAN

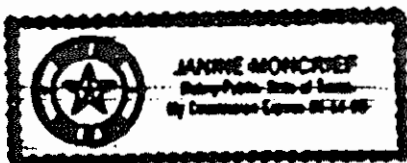

ANITA DAVIS

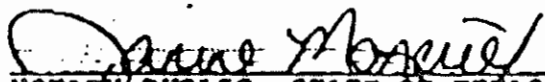

DENISE PREISS

STATE OF TEXAS S
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COUNTY OF COMAL S

I, Janine Moncrief, a Notary Public, do hereby certify that on this 28th day of December, 1987, personally appeared before me, EDWIN K. NOLAN, being by me first duly sworn, severally declared that he is the person who signed the foregoing documents as an 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.




NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS
COUNTY OF COMAL

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I, ~~Janine Moncrief~~, a Notary Public, do hereby certify that on this 28th day of December, 1987, personally appeared before me, ANITA DAVIS, being by me first duly sworn, severally declared that he is the person who signed the foregoing documents as an 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.



Janine Moncrief
NOTARY PUBLIC, STATE OF TEXAS

STATE OF TEXAS
COUNTY OF COMAL

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I, Janine Moncrief, a Notary Public, do hereby certify that on this 28th day of December, 1987, personally appeared before me, DENISE PREISS, being by me first duly sworn, severally declared that he is the person who signed the foregoing documents as an incorporator and that the statements therein contained are true.

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



Janine Moncrief
NOTARY PUBLIC, STATE OF TEXAS

130-66-1384

NO COUNTY EXECUTIVE
STATE OF TEXAS
HARRIS COUNTY
OCT 13 1988

ANY PROVISION HEREIN WHICH RESTRICTS THE SALE, RENTAL, OR USE OF THE DESCRIBED REAL
PROPERTY BECAUSE OF COLOR OR RACE IS VOID AS UNLAWFUL AND UNENFORCEABLE UNDER FEDERAL LAW.
THE STATE OF TEXAS }
COUNTY OF HARRIS }

I hereby certify that this instrument was FILED in file Number
Sequence on the date and at the time stamped hereon by me, and was
duly RECORDED, in the Official Public Records of Real Property of Harris
County, Texas on

OCT 13 1988



P. L. Lubben
COUNTY CLERK
HARRIS COUNTY, TEXAS