

ARTICLES OF INCORPORATION  
OF

Filed in the Office of the Secretary of State of Texas This <u>31st</u> day of <u>July</u> , 19 <u>69</u> <u>Jed W. Hegel</u> Deputy Director, Corporation Division
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ELKINS LAKE RECREATION CORPORATION

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 ONE

The name of the corporation is ELKINS LAKE RECREATION CORPORATION.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

Generally, this corporation is organized for strictly educational purposes, for purely public charity, and for the exclusive purpose of promoting the public interest of an area within the State of Texas; and it is organized exclusively for charitable and educational purposes, for the promotion of social welfare, and for recreation and other nonprofitable purposes.

More specifically, this corporation is organized:

A. To render constructive civic service for the promotion of the social welfare of the community and of the residents of Elkins Lake Subdivision (as hereinafter defined), to inculcate civic consciousness by means of active participation in constructive projects which will improve the social welfare of the community and state;

B. To promote and provide educational and public recreational facilities for the residents of Elkins Lake Subdivision and surrounding areas; and

C. To acquire, maintain, and operate buildings and property for charitable public services and educational and recreational facilities.

Neither any donation made to this corporation nor any fund or property arising therefrom, in whatever form it may take, shall be diverted from the purposes here set out. As used herein, the phrase "Elkins Lake Subdivision" shall be deemed to refer to the tracts and parcels of land in Walker County, Texas, described in a deed dated August 30, 1968, from J. A. Elkins and wife, Isabel Elkins, to J. B. Belin, Jr., recorded in Volume 215, Page 580, Deed Records, Walker County, Texas.

The corporation shall be operated exclusively for such purposes, and no part of its net earnings shall inure to the benefit of any private shareholder or individual, no part

of its activities shall be carrying on propaganda, or otherwise attempting to influence legislation, and it shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.

#### ARTICLE FIVE

The street address of the initial registered office of the corporation is 6700 Lyons, Houston, Texas, and the name of its initial registered agent at such address is J. B. Belin, Jr.

#### ARTICLE SIX

The number of trustees constituting the initial board of trustees of the corporation is three, and the names and addresses of the persons who are to serve as the initial trustees are:

<u>Name</u>	<u>Address</u>
J. B. Belin, Jr.	6700 Lyons Houston, Texas
Travis Traylor	1919 Allen Parkway Houston, Texas
Richard Allen	16802 El Camino Real Houston, Texas

#### ARTICLE SEVEN

The name and street address of each incorporator is:

<u>Name</u>	<u>Address</u>
Charles W. Hall	800 Bank of the Southwest Bldg. Houston, Texas

Hubert Gentry, Jr.

800 Bank of the Southwest Bldg.  
Houston, Texas

Gus Blackshear

800 Bank of the Southwest Bldg.  
Houston, Texas

#### ARTICLE EIGHT

The corporation is a non-profit corporation, without capital stock, organized solely for the purposes specified in Article Four, and no part of its property, whether income or principal, shall ever inure to the benefit of any trustee, officer, or employee of the corporation, or of any individual having a personal or private interest in the activities of the corporation, nor shall any such trustee, officer, employee, or individual receive or be lawfully entitled to receive any profit from the operations of the corporation except a reasonable allowance for salaries or other compensation for personal services actually rendered in carrying out one or more of its stated purposes. The corporation shall not engage in, and none of its funds or property shall be devoted to, carrying on propaganda or otherwise attempting to influence legislation.

#### ARTICLE NINE

The corporation shall have no members.

#### ARTICLE TEN

In the event of the dissolution of the corporation, by lapse of time or otherwise, when it has any interest in or is entitled to any interest in any funds or property of any kind, real, personal, or mixed, such funds or property or rights

thereto shall not be transferred to private ownership, but shall either be transferred to an organization which is organized and operated for purposes substantially identical to the purposes of the corporation or charged with a charitable public trust and, in the latter case, shall be thereafter administered and applied to public charitable purposes by a trustee or trustees to be appointed pursuant to law by a court of competent jurisdiction upon suitable proceedings brought for the purpose.

#### ARTICLE ELEVEN

Anything to the contrary herein notwithstanding the corporation shall not:

- (1) Lend any part of its assets to;
- (2) Pay any compensation (other than that as set forth in Article Eight) to;
- (3) Make any part of its services available on a preferential basis to;
- (4) Make any purchase of any securities or any other property for more than adequate consideration in money or money's worth from;
- (5) Sell any securities or other property for less than adequate consideration in money or money's worth to; or

(6) Engage in any other transaction which results in a diversion of any part of its assets to;

any person or other entity which has made a contribution to the corporation; or a member of the family of an individual who has made a contribution to the corporation; or a corporation controlled by any person or other entity which has made a contribution to the corporation through the ownership, directly or indirectly, of fifty percent or more of the total combined voting power of all classes of stock entitled to vote or fifty percent or more of the total value of shares of all classes of stock of the corporation nor shall the trustees engage, participate, or intervene in any other activity or transaction which would cause the corporation to lose its status as an exempt organization under the provisions of the Internal Revenue Code of 1954 or corresponding provisions hereinafter in effect; and the use, directly or indirectly, of any part of the corporation's assets in any such activity or transaction is hereby expressly prohibited.

IN WITNESS WHEREOF, we have hereunto set our hands this 30<sup>th</sup> day of July, 1969.

  
\_\_\_\_\_  
Charles W. Hall

  
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Hubert Gentry, Jr.

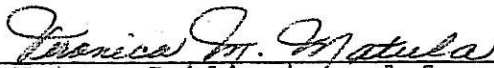
  
\_\_\_\_\_  
Gus Blackshear

THE STATE OF TEXAS §

COUNTY OF HARRIS §

I, Veronica M. Matula, a Notary Public, do hereby certify that on this 30th day of July, 1969, personally appeared before me, Charles W. Hall, Hubert Gentry, Jr. and Gus Blackshear, 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 the day and year above written.

  
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Notary Public in and for  
Harris County, Texas

VERONICA M. MATULA  
Notary Public in and for Harris County, Texas  
My Commission Expires June 1, 19 71

BY-LAWS