

529-75-3542

FILED
In the Office of the
Secretary of State of Texas

JUN 26 1972

ARTICLE OF INCORPORATION

OF

LAKWOOD FOREST FUND, INC.

R. W. Zimmerman
Deputy Director, Corporation Division

We, the undersigned natural persons, of the age of twenty 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 I.

The name of the corporation is Lakewood Forest Fund, Inc.

ARTICLE II.

The corporation is a non-profit corporation, and shall have all of the powers specified in the Texas Non-Profit Corporation Act.

ARTICLE III.

The period of duration of this corporation is perpetual.

ARTICLE IV.

The purpose or purposes for which this corporation is organized are:

1. To collect the annual maintenance charge, and any interest thereon, from owners of residential building lots in accordance with the provisions of subdivision restrictions applicable to the said lots as filed for record in the County Clerk's Office of Harris County, Texas, and which require payment of said maintenance charge to this corporation. The initial subdivision as to which this corporation shall act shall be Lakewood Forest, Section One, as shown upon the map thereof recorded in Volume 192, Page 130, of the Map Records of Harris County, Texas.

Any future subdivisions of property in the immediate area which are called Lakewood Forest may also provide for payment of maintenance

2. To arrange for, provide and pay for the furnishing to the applicable subdivisions of the following: the maintenance of streets, sidewalks, paths, parks, parkways, esplanades and vacant lots; the furnishing of bus service or the subsidizing of public bus service as may be necessary; the furnishing of fire protection or the subsidizing of a public fire department; providing street lighting, fogging for insect control, caring for and watering transplanted trees on vacant lots; providing back door garbage and rubbish pickup; encouraging compliance with and enforcement of all covenants and restrictions in the applicable subdivisions; and doing any other thing necessary or desirable in the opinion of the Trustees of this corporation to keep the property of the applicable subdivisions neat and in good order or which the Trustees consider of general benefit to the owners or occupants of lots in the applicable subdivisions; and to do any and all other acts in connection with all of the above purposes.

ARTICLE V.

The street address of the initial registered office of the corporation is 15123 Memorial Drive, Houston, Texas, and the name of its initial registered agent as such address is R. W. Garey.

ARTICLE VI.

The number of Trustees constituting the initial Board of Trustees

ARTICLE VIII.

The initial Trustees shall serve until January 1, 1975, or until fifty-one (51) percent of the residential lots in Lakewood Forest Subdivisions are sold to the first residential owner occupant thereof, whichever occurs first. In case of the resignation, death or incapacity to serve of any of said initial Trustees prior to said time, the two remaining Trustees may appoint a Substitute Trustee to serve the remainder of said period. In the case of the resignation, death or incapacity to serve of more than one of said initial Trustees, then the remaining Trustee may appoint Substitute Trustees to serve the remainder of the said period. The judgment of the Trustees, whether the Trustees are the initial Trustees or Substitute Trustees, in the expenditures of funds of this corporation shall be final and conclusive so long as such judgment is exercised in good faith.

After January 1, 1975 or after fifty-one (51) percent of the residential lots in Lakewood Forest Section Subdivisions are sold to the first residential owner occupant thereof, whichever occurs first, the following shall apply to the corporation:

- a. The members of this corporation shall be the owners of the lots in the applicable subdivisions.
- b. Each lot in the applicable subdivisions shall be entitled to one (1) vote at any meeting of the members.

members at least fifteen (15) days but not more than fifty (50) days prior to the date of said meeting.

e. Trustees shall be elected for a term of one (1) year, but they can be removed prior to that time at a special meeting of the members by a majority vote of the members present provided a quorum is present.

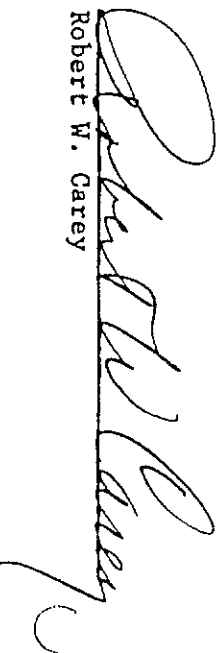
f. In order to constitute a quorum at any meeting at least ten (10%) per cent of the members of this corporation must be present or represented by proxy.

g. Special meetings may be called by any two of the Trustees or by ten (10%) per cent of the members of the corporation; and written or printed notice stating the place, date, hour and purpose for which the meeting is called shall be delivered not less than fifteen (15) nor more than fifty (50) days before the date of the meeting by mail or by or at the direction of the person or persons calling the meeting to each member entitled to vote at such meeting.

h. The By-laws of this corporation shall be adopted by the Initial Board of Directors and shall thereafter be amended or altered by a majority vote of the members present at any regular or special meeting.

IN WITNESS WHEREOF we have hereunto set our hands this 23rd day of June, 1972.

Robert W. Carey



James D. Heil




529-75-3546

STATE OF TEXAS
COUNTY OF HARRIS

BEFORE ME, the undersigned Notary Public, on this day personally appeared Robert W. Carey, James D. Heil and B. R. Tempel 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 this

23rd day of June, 1972.


Notary Public in and for Harris
County, Texas