

FILED
In the Office of the
Secretary of State of Texas
MAR 25 1983
Clerk F
Corporations Section

ARTICLES OF INCORPORATION
OF
DEERWOOD LAKES ASSOCIATION, INC.

We, the undersigned, natural persons of the age of eighteen (18) years or more, at least two of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Nonprofit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

NAME

The name of the corporation is DEERWOOD LAKES ASSOCIATION, INC., hereinafter sometimes called "the corporation" or "the association".

ARTICLE TWO

NONPROFIT

The corporation is a nonprofit 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 promote the recreation, health, safety and welfare of the owners of property in the Deerwood Lakes, Deerwood North and Deerwood East Subdivisions; to improve and maintain the common area, including but not limited to, maintaining and operating the pool area, golf course, tennis courts, and the clubhouse, pavilion, and green area within those certain tracts of land comprising said subdivisions described on Exhibit "A" attached hereto and incorporated herein for all purposes, and any 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 perform all of the duties and obligations of the association as set

forth in the property restrictions hereinafter called "the restrictions" applicable to the property and recorded in the Official Public Records of Real Property of Waller County, Texas, and as the same may be amended from time to time, said restrictions 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 restrictions; pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of 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 2/3rds of the 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 all or any part of the common area to any public agency, authority or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by 2/3rds of the members, agreeing to such dedication, sale or transfer;

f. Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional property in common area, provided that any such merger consolidation or annexation shall have the assent of 2/3rds of the members;

g. Have and exercise any and all powers, rights and privileges which a corporation organized under the Texas Nonprofit Corporation Act by law may now or hereafter have or exercise.

ARTICLE FIVE

MEMBERSHIP

Every record owner, whether one or more persons or entities, of fee simple title or equitable title under an Agreement for Deed, in any lot which is subject by restrictions of record to assessment, 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 (2) classes of memberships.

Class A. Class A members shall be all owners described in Article Five above with the exception of General Mortgage Corporation. Class A members shall be entitled to one vote for each lot in which they hold the interest required for membership. When more than one person holds such interest in any lot, all such persons shall be members, but shall be limited to a total vote of one. 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 shall be General Mortgage Corporation. The Class B member shall be entitled to three (3) votes for each lot in which it holds the interest required for membership; provided, however, that 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) January 1, 1987.

The Class A and B members shall have no rights as such to vote as a class, except as required by the Texas Nonprofit Corporation Act, and both classes shall vote together upon all matters as one group.

Only those members who are current in the payment of maintenance assessments as required under the terms of the restrictions shall be entitled to vote.

ARTICLE SEVEN

QUORUM

Members of the DEERWOOD LAKES ASSOCIATION, INC. holding one-tenth (1/10th) of the votes entitled to be cast, represented in person or by proxy, shall constitute a quorum at any meeting of the members. The vote of the majority of votes entitled to be cast by the members present or represented by proxy at a meeting at which a quorum is present, shall be the act of the members.

ARTICLE EIGHT

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. Notwithstanding the foregoing, until the election of directors at the first annual meeting of the members, the three (3) initial board of directors shall so serve.

ARTICLE NINE

DISSOLUTION

The association may be dissolved with the assent given in writing and signed by not less than 2/3rds of the members. Upon dissolution of the association, other than incident to a 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 NINE-A

AMENDMENTS

Amendments of these articles shall require the assent of two-thirds (2/3rds) of the votes of the entire members.

ARTICLE TEN

REGISTERED AGENT

The street address of the initial registered office of the corporation is 4600 Post Oak Place Dr., Suite 355, Houston, Texas. and the name of its registered agent at such address is CHERYL S. COHORN.

ARTICLE ELEVEN

INITIAL 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:

| <u>NAME</u> | <u>ADDRESS</u> |
|----------------|---|
| HENRY BRODY | P.O. Box 447 Belton, Texas |
| QUINTON THOMAS | 14 Huntsman Horn Woodlands, Texas |
| GOULD BEACH | River Route Box 24 Magnolia Springs, Alabama 36555 |

ARTICLE TWELVE

INCORPORATOR

The name and street address of the incorporators are:

| <u>NAME</u> | <u>ADDRESS</u> |
|--------------------|--|
| CHERYL S. COHORN | 4600 Post Oak Place Drive, Suite 355 Houston, Texas |
| THOMAS L. BARTLETT | 2001 Kirby Drive, Suite 506 Houston, Texas |
| SHERYL L. THOMAS | 434 South Main, Suite 209 San Antonio, Texas |

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forth in the property restrictions hereinafter called "the restrictions" applicable to the property and recorded in the Official Public Records of Real Property of Waller County, Texas, and as the same may be amended from time to time, said restrictions being incorporated herein as if set forth at length;

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| THOMAS L. BARTLETT | 2001 Kirby Drive, Suite 506 Houston, Texas |
| SHERYL L. THOMAS | 434 South Main, Suite 209 San Antonio, Texas |

EXHIBIT "A"

That certain property known as DEERWOOD LAKES, SECTIONS I, II, III, IV, V, VI, and VII, a subdivision in Waller County, Texas, according to the map or plat thereof recorded in Volume 231, Page 133, Volume 231, Page 132, Volume 231, Page 134, Volume 235, Page 605, Volume 235, Page 682, Volume 235, Page 684 and Volume 236, Page 157, respectively, of the Deed Records of Waller County, Texas;

That certain property known as DEERWOOD NORTH SECTION I, a subdivision in Waller County, Texas, according to map or plat thereof recorded in Volume 243, Pages 39-40 of the Deed Records of Waller County, Texas; and

That certain property known as DEERWOOD EAST, SECTIONS I, II, III, IV and V according to the map or plat thereof recorded in Volume 237, Pages 370, 371, 372, 373, and 375, respectively, of the Deed Records of Waller County, Texas.



00181001199

The State of Texas

Secretary of State

MAR 23, 1994

CHERYL S. COHORN, REGISTERED AGENT
DEERWOOD LAKES ASSOCIATION, INC.
4600 POST OAK PLACE DR, STE 355
HOUSTON, TX 77027

RE: DEERWOOD LAKES ASSOCIATION, INC.
CHARTER NO. 648553-01

DEAR SIR OR MADAM:

NOT MORE THAN ONCE EVERY FOUR YEARS THE SECRETARY OF STATE MAY REQUEST THAT NON PROFIT CORPORATIONS PROVIDE CURRENT INFORMATION REGARDING THEIR REGISTERED AGENT, OFFICERS AND DIRECTORS. ARTICLE 1396-9.01 OF THE TEXAS NON-PROFIT CORPORATION ACT REQUIRES A CORPORATION TO FILE THE REPORT CONTAINING THIS INFORMATION WITHIN THIRTY (30) DAYS OF THE MAILING OF NOTICE BY THE SECRETARY OF STATE TO THE CORPORATION THAT SUCH REPORT IS DUE. THE RECORDS OF THIS OFFICE REFLECT THAT THE ABOVE REFERENCED CORPORATION WAS NOTIFIED CONCERNING THE FILING OF THIS REPORT OVER THIRTY DAYS AGO.

IF YOU HAVE RECENTLY FILED THIS REPORT, PLEASE DISREGARD THIS NOTICE.

HOWEVER, IF YOU HAVE NOT FILED THIS REPORT PLEASE BE ADVISED THAT PURSUANT TO ARTICLE 1396-9.02 OF THE TEXAS NON-PROFIT CORPORATION ACT THE ABOVE REFERENCED CORPORATION'S RIGHT TO CONDUCT AFFAIRS HAS BEEN FORFEITED FOR FAILURE TO FILE THE REPORT AS OF THE DATE OF THIS LETTER.

THE RIGHT TO CONDUCT AFFAIRS MAY BE REVIVED BY SUBMITTING THE ATTACHED FORM TO THIS OFFICE ALONG WITH A FILING FEE OF \$5.00 PLUS \$1.00 LATE FEE.

FAILURE TO FILE THE REPORT WITHIN ONE-HUNDRED-TWENTY (120) DAYS FROM THE DATE OF THIS LETTER WILL RESULT IN THE FORFEITURE OF THE CORPORATION'S CHARTER, PURSUANT TO ARTICLE 1396-9.02E OF THE TEXAS NON-PROFIT CORPORATION ACT.

IF YOU HAVE ANY QUESTIONS CONCERNING THIS REPORT, PLEASE CONTACT THIS OFFICE AT (512) 463-5582.

SINCERELY,

CORPORATIONS SECTION.
STATUTORY FILINGS DIVISION

10188000130



The State of Texas

Secretary of State

INVOLUNTARY DISSOLUTION

CAME ON TO BE CONSIDERED THIS DAY BY THE SECRETARY OF STATE;
INVOLUNTARY DISSOLUTION OF:

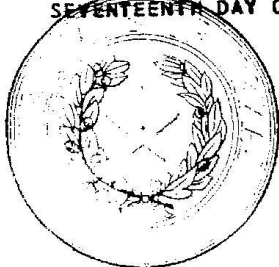
DEERWOOD LAKES ASSOCIATION, INC.

THE SECRETARY OF STATE HEREBY DETERMINES AND FINDS THE FOLLOWING:

1. THAT THE CORPORATION IS REQUIRED TO FILE THE REPORT SPECIFIED IN ARTICLE 1396-9.01, TEXAS NON-PROFIT CORPORATION ACT, AS REQUIRED BY THE SECRETARY OF STATE.
2. THAT THE CORPORATION HAS FAILED TO FILE THE REPORT PRESCRIBED BY LAW WHEN THE SAME HAS BECOME DUE.
3. THAT THE CORPORATION FORFEITED ITS RIGHT TO CONDUCT AFFAIRS IN THIS STATE FOR FAILURE TO FILE SAID REPORT.
4. THAT THE CORPORATION WAS MAILED NOTICE OF SUCH FORFEITURE FOLLOWING A PERIOD OF NOT LESS THAN 30 DAYS NOTICE OF THE REQUIREMENT TO FILE SAID REPORT, AND SIMULTANEOUSLY THEREWITH GIVEN AN ADDITIONAL PERIOD OF NOT LESS THAN 120 DAYS TO CORRECT THIS DELINQUENCY.
5. THAT THE CORPORATION HAS FAILED PRIOR TO SUCH INVOLUNTARY DISSOLUTION TO CORRECT THE NEGLECT, OMISSION OR DELINQUENCY.

IT IS THEREFORE ORDERED THAT THE ABOVE NAMED CORPORATION BE INVOLUNTARILY DISSOLVED WITHOUT JUDICIAL ASCERTAINMENT AND MADE NULL AND VOID PURSUANT TO ARTICLE 9.02E, TEXAS NON-PROFIT CORPORATION ACT.

WITNESS MY HAND AND OFFICIAL SEAL, THIS
SEVENTEENTH DAY OF AUGUST, 1994.



Nancy Kirk
Secretary of State

0 0 1 8 8 0 0 0 1 2 9



The State of Texas
Secretary of State

AUG 17, 1994

CHERYL S. CONORN, REGISTERED AGENT
DEERWOOD LAKES ASSOCIATION, INC.
4600 POST OAK PLACE DR, STE 355
HOUSTON, TX 77027

RE: DEERWOOD LAKES ASSOCIATION, INC.
CHARTER NO. 00648553-01

DEAR SIR OR MADAM:

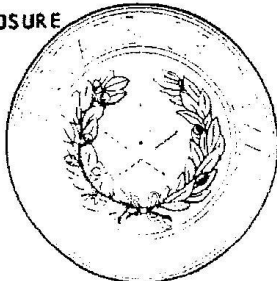
OUR RECORDS SHOW THAT YOU WERE NOTIFIED THAT THE ABOVE REFERENCED CORPORATION HAD NEGLECTED TO FILE THE REPORT REQUIRED UNDER THE PROVISIONS OF ARTICLE 1396-9.01, TEXAS NON-PROFIT CORPORATION ACT. THE REPORT WAS NOT FILED WITHIN THE TIME PERIOD PRESCRIBED BY LAW, AND CONSEQUENTLY, THE CORPORATION'S RIGHT TO CONDUCT AFFAIRS WAS FORFEITED.

THE 120-DAY PERIOD DURING WHICH THIS DELINQUENCY MAY HAVE BEEN CORRECTED HAS EXPIRED, AND THE CORPORATION HAS BEEN INVOLUNTARILY DISSOLVED BY ORDER OF THE SECRETARY OF STATE. ENCLOSED IS A COPY OF THAT CERTIFICATE OF INVOLUNTARY DISSOLUTION.


ANY CORPORATION INVOLUNTARILY DISSOLVED FOR THIS DELINQUENCY MAY BE REINSTATED AT ANY TIME BY FILING THE REPORT PRESCRIBED BY ARTICLE 1396-9.01, TEXAS NON-PROFIT CORPORATION ACT, TOGETHER WITH A FILING FEE OF \$25.00, AS PRESCRIBED BY ARTICLE 1396-9.02F, TEXAS NON-PROFIT CORPORATION ACT.

SINCERELY,

ENCLOSURE



CORPORATIONS SECTION
STATUTORY FILINGS DIVISION


Secretary of State

FILED
In the Office of the
Secretary of State of Texas
JAN 10 1995
Corporations Section

ARTICLE 1396-9.01 REPORT

Pursuant to the provisions of article 9.01 of the Texas Non-Profit Corporation Act, the undersigned corporation hereby files its report setting forth:

- The name of the corporation is DEERWOOD LAKES ASSOCIATION, INC.
- The corporation's charter number is 648553-1 648553-1
- It is incorporated under the laws of Texas
- The address (including street or building address, city, state, and zip code) of the registered office of the corporation in the state of Texas is
Rt. 2, Box 80-K (59 Fawn Drive) Hempstead, Texas 77445
Rt 2 Box 80-K 59 FAWN DR 77445
- The name of its registered agent at each address is
DOROTHY ROMEO DOROTHY ROMEO
- If the corporation is a foreign corporation, the address of its principal office in the state or country under the laws of which it is incorporated is _____
- The names and respective addresses of its directors and officers are:

| NAME | ADDRESS (city and state) | OFFICE |
|----------------------------|-----------------------------------|----------------------------|
| <u>Timothy J. Pheasant</u> | <u>Waller, Texas 77484</u> | <u>P.O. Box 1274 PRES</u> |
| <u>Scott Beach</u> | <u>Magnolia, Springs, Alabama</u> | <u>130 River Route SEC</u> |
| <u>Shawn Beach</u> | <u>Houston, Texas 77074</u> | <u>8918 Bissonnet V.P.</u> |
| _____ | _____ | _____ |
| _____ | _____ | _____ |

7. The foregoing information is given as of the date of the execution of this report.

Dated January 10, 19 95

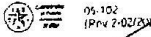
DEERWOOD LAKES, INC.
Name of Corporation

By Timothy J. Pheasant

Its _____
TOTAL P. 01

**PUBLIC INFORMATION REPORT (PIR)
NOTIFICATION**

Prior to tax year 2002 copies of Public Information Reports may not have been retained by the Secretary of State of Texas. If you have received this notification in place of a listed report prior to that date you must contact the Comptroller of Public Accounts at (512) 463-4600 to request copies of the record.



05-102 (PRV 2-02/03)

3333

03020210057

Do not write in the space above

a. I Code 13196 Franchise 16196 Bank

TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT

MUST be filed with your Corporation Franchise Tax Report

Corporation name and address

Deerwood Lakes Assn., Inc.
Rt. 2 Box 80K
Hempstead, Tx 77445

| | |
|---|--|
| c. Taxpayer identification number <input checked="" type="checkbox"/> 3-00072-3651-3 | d. Report year <input checked="" type="checkbox"/> 2002 |
|---|--|

e. PIR / INI 1, 2, 3, 4

Secretary of State file number or, if none, Comptroller unchartered number

Item k on Franchise Tax Report form, Page 7 00648553-6

The following information MUST be provided for the Secretary of State (S.O.S.) by each corporation or limited liability company that files a Texas Corporation Franchise Tax Report. The information will be available for public inspection.

"SECTION A" MUST BE COMPLETE AND ACCURATE. If preprinted information is not correct, please type or print the correct information.

Please sign below!

Blacken this circle completely if there are currently no changes to the information preprinted in Sections A, B, and C of this report.

| |
|---|
| Corporation's principal office <i>Same</i> |
| Principal place of business <i>Same</i> |

SECTION A. Name, title and mailing address of each officer and director. Use additional sheets, if necessary.

| NAME | TITLE | DIRECTOR | Social Security No. (Optional) | Expiration date(mm-dd-yyyy) |
|--|-------|---|--------------------------------|-----------------------------|
| Hicks, Howard | Pres | <input checked="" type="checkbox"/> YES | | |
| MAILING ADDRESS: P.O. Box 966; Alief, Tx 77411 | | | | |
| Davidson, William | S/T | <input type="checkbox"/> YES | | |
| MAILING ADDRESS: 16360 Park 10 Place #300; Houston, Tx 77084 | | | | |
| Norton, Richard | VP | <input type="checkbox"/> YES | | |
| MAILING ADDRESS: 12314 Springcrest; Houston, Tx 77072 | | | | |
| | | <input type="checkbox"/> YES | | |
| MAILING ADDRESS: | | | | |
| | | <input type="checkbox"/> YES | | |
| MAILING ADDRESS: | | | | |

SECTION B. List each corporation or limited liability company, if any, in which this reporting corporation or limited liability company owns an interest of ten percent (10%) or more. Enter the information requested for each corporation. Use additional sheets, if necessary.

| Name of owned (subsidiary) corporation | State of incorporation | Texas S.O.S. file number | Percentage interest |
|--|------------------------|--------------------------|---------------------|
| None | | | |
| None | | | |

SECTION C. List each corporation or limited liability company, if any, that owns an interest of ten percent (10%) or more in this reporting corporation or limited liability company. Enter the information requested for each corporation or limited liability company. Use additional sheets, if necessary.

| Name of owning (parent) corporation | State of incorporation | Texas S.O.S. file number | Percentage interest |
|-------------------------------------|------------------------|--------------------------|---------------------|
| None | | | |

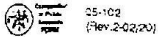
Registered agent and registered office currently on file (Changes must be filed separately with the Secretary of State.)

Agent: Dorothy Romeo
Office: Rt. 2 Box 59 (59 Fawn Dr); Hempstead, Tx 77445

Blacken this circle if you need forms to change this information.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief and that a copy of this report has been mailed to each person named in this report who is an officer or director and who is not currently employed by this corporation or limited liability company or a related corporation.

| | | | | |
|-----------|---|-------|--------|--------------------------------------|
| sign here | Officer, director, or other authorized person | Title | Date | Daytime phone (Area code and number) |
| | <i>[Signature]</i> | CPA | 1/9/03 | (936) 372-3611 |



25-102 (Rev. 2-02-20)

3333

03181141879

a. T Code 13196

TEXAS FRANCHISE TAX PUBLIC INFORMATION REPORT

MUST be filed with your Corporation Franchise Tax Report

Corporation name and address: DEERWOOD LAKES ASSOCIATION INC, RR 2 BOX 804 26130 Lakeshore HEMPSTEAD TX 77445-9604

c. Taxpayer identification number: 3-00072-3651-3 d. Report year: 2003

e. R/R/IND: 1, 2, 3, 4 Secretary of State file number or, if none, Comptroller unchartered number: 00648553-01 4

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Please sign below!



Blacken this circle completely if there are currently no changes to the information preprinted in Sections A, B, and C of this report.

Corporation's principal office: Same Principal place of business: Same

SECTION A. Name, title and mailing address of each officer and director. Use additional sheets, if necessary.

Table with 5 rows of officer/director information including names (William Davidson, Howard Hicks, Richard Norton), titles (S/T, P, VP, Director), and mailing addresses.

SECTION B. List each corporation or limited liability company, if any, in which this reporting corporation or limited liability company owns an interest of ten percent (10%) or more. Enter the information requested for each corporation. Use additional sheets, if necessary.

Table with 2 rows for owned subsidiary corporations, including Name, State of incorporation, Texas S.O.S. file number, and Percentage Interest.

SECTION C. List each corporation or limited liability company, if any, that owns an interest of ten percent (10%) or more in this reporting corporation or limited liability company. Enter the information requested for each corporation or limited liability company. Use additional sheets, if necessary.

Table with 1 row for owning parent corporation, including Name, State of incorporation, Texas S.O.S. file number, and Percentage Interest.

Registered agent and registered office currently on file. (Changes must be filed separately with the Secretary of State)

Agent: DOROTHY ROMEO Office: RT 2, BOX 59, (59 FAWN DR) HEMPSTEAD, TX 77445

Blacken this circle if you need forms to change this information.

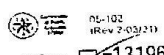
I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief and that a copy of this report has been mailed to each person named in this report who is an officer or director and who is not currently employed by this corporation or limited liability company or a related corporation.

Signature block with fields for sign here, Officer, director or other authorized person, Title (CA), Date (6/19/03), and Daytime phone (936) 372-3611

0291247

04260130055

3333



a. T Code 13196 Franchise 16196 Bank
TEXAS FRANCHISE TAX
PUBLIC INFORMATION REPORT
MUST be filled to satisfy franchise tax requirements

Do not write in the space above
c. Taxpayer identification number 3000723651-3 d. Report year 2004

Corporation name and address
Deerwood Lakes Association, Inc.
26130 Lakeshore
Hempstead, TX. 77445

e. PIR/IND 1, 2, 3, 4
Secretary of State file number or, if none,
Comptroller unchartered number
9.
Item k on Franchise
Tax Report form, Page 1

The following information MUST be provided for the Secretary of State (SOS) by each corporation or limited liability company that files a Texas Corporation Franchise Tax Report. Use additional sheets for Sections A, B, and C, if necessary. The information will be available for public inspection.

Please sign below!

If the preprinted information is not correct, please type or print the correct information.
 Blacken this circle completely if there are currently no changes to the information preprinted in Sections A, B, and C of this report.

Corporation's principal office Same
Principal place of business Same

| SECTION A. Name, title, and mailing address of each officer and director. | | | |
|---|------------|---|--------------------------------|
| NAME | TITLE | DIRECTOR | Social Security No. (Optional) |
| David Lewis | Pres | <input checked="" type="checkbox"/> YES | |
| MAILING ADDRESS: | | | Term expiration (mm-dd-yyyy) |
| 753 Deesa Alvin, TX. 77511 | | | 12/3/04 |
| Kerry Ray | Secy/Treas | <input type="checkbox"/> YES | |
| MAILING ADDRESS: | | | Term expiration (mm-dd-yyyy) |
| 26437 Fawn Dr., Hempstead, TX. 77445 | | | 12/31/04 |
| Robert Cottle | | <input checked="" type="checkbox"/> YES | |
| MAILING ADDRESS: | | | Term expiration (mm-dd-yyyy) |
| 26650 White Pine, Hempstead, TX. 77445 | | | 12/31/04 |
| | | <input type="checkbox"/> YES | |
| MAILING ADDRESS: | | | Term expiration (mm-dd-yyyy) |
| | | <input type="checkbox"/> YES | |
| MAILING ADDRESS: | | | Term expiration (mm-dd-yyyy) |

SECTION B. List each corporation or limited liability company, if any, in which this reporting corporation or limited liability company owns an interest of ten percent (10%) or more. Enter the information requested for each corporation or limited liability company.

| Name of owned (subsidiary) corporation | State of incorporation | Texas SOS file number | Percentage Interest |
|--|------------------------|-----------------------|---------------------|
| <u>None</u> | | | |

SECTION C. List each corporation or limited liability company, if any, that owns an interest of ten percent (10%) or more in this reporting corporation or limited liability company. Enter the information requested for each corporation or limited liability company.

| Name of owning (parent) corporation | State of incorporation | Texas SOS file number | Percentage Interest |
|-------------------------------------|------------------------|-----------------------|---------------------|
| <u>None</u> | | | |

Registered agent and registered office currently on file (See instructions if you need to make changes.)
Agent: Dorothy Romeo
Office: 59 Fawn Dr., Hempstead, TX. 77445
 Blacken this circle if you need forms to change this information.

I declare that the information in this document and any attachments is true and correct to the best of my knowledge and belief and that a copy of this report has been mailed to each person named in this report who is an officer or director and who is not currently employed by this corporation or limited liability company or a related corporation.

| | | | | |
|-----------|---|------------|----------------|--------------------------------------|
| sign here | Officer, director, or other authorized person | Title | Date | Daytime phone (Area code and number) |
| | <u>John Jones</u> | <u>CPA</u> | <u>4/18/04</u> | <u>(936)877-3611</u> |