

**SECRETARY'S CERTIFICATE OF  
POST OAK LANE TOWNHOMES OWNERS ASSOCIATION, PHASE II**

THE STATE OF TEXAS       §  
  §  
COUNTY OF HARRIS       §

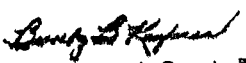
**KNOW ALL MEN BY THESE PRESENTS:**

The undersigned, being the duly elected, qualified, and acting Secretary of Post Oak Lane Townhomes Owners Association, Phase II, a Texas non-profit corporation (the "Association"), the corporation set forth and described in that certain "Declaration of Covenants, Conditions and Restrictions for Post Oak Lane Townhomes, Phase II" recorded in Volume 16, Page 15 in the Condominium Records of Harris County, Texas and any and all amendments thereto (said recorded documents and all exhibits and amendments thereto being referred to as "Declaration"), the undersigned Secretary further being the keeper of the minutes and records of said corporation, does hereby certify that the following are true, correct and genuine copies of the following described original documents attached hereto as indicated herein below:

1.     *Articles of Incorporation* attached hereto as Exhibit "A";
2.     *By-Laws* attached hereto as Exhibit "B";
3.     *Amendment to the By-Laws* attached hereto as Exhibit "C";
4.     *Rules and Regulations* attached hereto as Exhibit "D"; and
5.     *Policy Statements (Property Insurance Policy/Guidelines; Responsibilities of the Association and the Residents with regard to maintenance of the Property; Maintenance; Alteration of the Common Elements; Landscaping of the Common Elements; Cable Television; Pool Rules)* attached hereto as Exhibit "E".

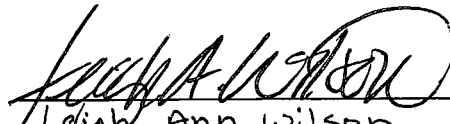
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8:00 AM

FEB 17 2006

  
County Clerk, Harris County, Texas

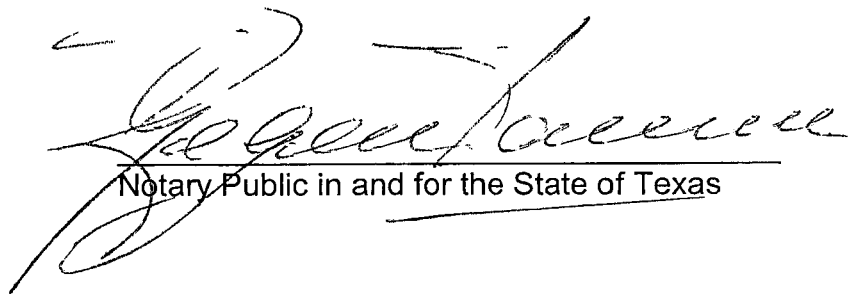
IN WITNESS WHEREOF, the undersigned has hereunto set his hand and at

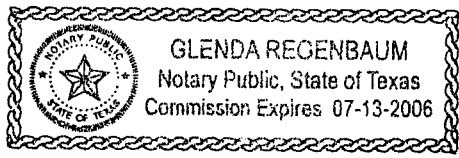
Houston, Texas, this 9 day of Feb., 2006.

  
\_\_\_\_\_  
Leigh Ann Wilson, Secretary of  
Post Oak Lane Townhomes Owners Association,  
Phase II, a Texas non-profit corporation

THE STATE OF TEXAS     §  
  §  
COUNTY OF HARRIS     §

This instrument was acknowledged, before me on the 9th day of February, 2006, by Leigh Ann Wilson, Secretary of Post Oak Lane Townhomes Owners Association, Phase II, a Texas non-profit corporation, on behalf of said corporation.

  
\_\_\_\_\_  
Notary Public in and for the State of Texas



OFFICE OF  
BEVERLY B. KAUFMAN  
COUNTY CLERK, HARRIS COUNTY, TEXAS

CONDOMINIUM RECORDS OF COUNTY CLERK

194176

FILM CODE \_\_\_\_\_

POST OAK TOWNHOMES OWNERS  
ASSOCIATION PHASE II -  
SECRETARYS CERTIFICATE

THIS IS PAGE 1 OF 15 PAGES

REDUCTION 16X CAMERA DESIGNATION MRG1

**EXHIBIT "A"**

ARTICLES OF INCORPORATION

DEC 9 1973

OF

Bill Zimmerman

POST OAK LANE TOWNHOME OWNERS ASSOCIATION, PHASE II  
Deputy Director, Com. Sec. of State

We, the undersigned natural persons of the age of twenty-one 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 POST OAK LANE TOWNHOME OWNERS ASSOCIATION, PHASE II.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

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

- (1) To provide for the management, maintenance, preservation and architectural control of the condominium regime established by the Declaration recorded in Volume 16, Page 15 of the Condominium Records of Harris County, Texas.

(2) To fix, levy, collect and enforce payment by lawful means of all charges or assessments affecting such condominium regime pursuant to the terms of the instrument establishing such condominium regime; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the corporation and all licenses, franchise taxes and governmental charges levied or imposed against any property of the corporation.

(3) Subject to the provisions of Part Four of the Texas Miscellaneous Corporation Laws Act and to the provisions of the instrument establishing such condominium regime, to acquire by gift, purchase or otherwise and to own, hold, enjoy, lease, operate, maintain, convey, sell, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the corporation.

(4) 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 exercise.

The aforesaid statement of purposes shall be construed as a statement of both purposes and of powers, and purposes and powers in each clause shall be in no wise limited or restricted by reference to or inference from the terms or provisions of any other clause, but shall be broadly construed as independent purposes and powers.

#### ARTICLE FIVE

The street address of the initial registered office of the corporation is 811 Dallas Avenue, c/o CT Corporation System, Houston, Texas 77002, and the name of its initial registered agent at such address is CT Corporation System.

ARTICLE SIX

The number of directors constituting the initial board of directors of the corporation is five (5) and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Sande Dodd	400 North Post Oak Lane Houston, Texas 77024
Gavin Parrish	400 North Post Oak Lane Houston, Texas 77024
Michael Spivack	60 Willow Place Menlo Park, California
Gerard Snyder	60 Willow Place Menlo Park, California
Adrienne Arnot	400 North Post Oak Lane Houston, Texas 77024

ARTICLE SEVEN

Every member of the corporation entitled to vote at any election of the Board of Directors of the corporation may cumulate his votes and give one or more candidates a number of votes equal to the number of members of the Board to be elected multiplied by the number of votes to which such member is otherwise entitled.

ARTICLE EIGHT

These Articles of Incorporation may be amended only with the vote or written consent of members having not less than seventy-five (75%) of the voting power.

ARTICLE NINE

The name and street address of each incorporator is:

<u>Name</u>	<u>Address</u>
Gary L. Wood	3000 One Shell Plaza Houston, Texas 77002
James R. Doty	3000 One Shell Plaza Houston, Texas 77002
William C. Slusser	3000 One Shell Plaza Houston, Texas 77002

IN WITNESS WHEREOF, we have hereunto set our hands,  
this 4th day of December, 1973.

*Gary L. Wood*

\_\_\_\_\_  
Gary L. Wood

*James R. Doty*

\_\_\_\_\_  
James R. Doty

*William C. Slusser*

\_\_\_\_\_  
William C. Slusser