

ARTICLES OF INCORPORATION
OF
ASHFORD COMMUNITY ASSOCIATION, INC.

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 I.

The name of the corporation is ASHFORD COMMUNITY ASSOCIATION, INC.

ARTICLE II.

The corporation is a non-profit corporation.

ARTICLE III.

The period of its duration is perpetual.

ARTICLE IV.

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

- (a) To own, maintain, provide, manage and operate all types of recreational and sports facilities.
- (b) To maintain, conduct, manage and operate a private club for sports and recreational activities of all types for the use and benefit of its members;
- (c) To supervise, control and manage the maintenance, improvement, beautification and security of residential subdivisions and the public areas located therein and to collect assessments for such purposes;
- (d) In general, to carry out any other business in connection with the foregoing, and to have and exercise all of the powers conferred by

the laws of the State of Texas upon corporations formed under the Texas Non-Profit Corporation Act and to do any and all of the things hereinbefore set forth to the same extent as natural persons might or could do.

ARTICLE V.

The street address of its initial registered office is 510 Taft, Houston, Texas 77019, and the name of its initial registered agent at such address is R. H. Easden.

ARTICLE VI.

The number of directors constituting the initial board of directors 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>
Ott Thompson, II	510 Taft Avenue Houston, Texas 77019
R. H. Easden	510 Taft Avenue Houston, Texas 77019
James R. Dupuy	510 Taft Avenue Houston, Texas 77019

ARTICLE VII.

The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Ott Thompson, II	510 Taft Avenue Houston, Texas 77019
R. H. Easden	510 Taft Avenue Houston, Texas 77019
James R. Dupuy	510 Taft Avenue Houston, Texas 77019

IN WITNESS WHEREOF, we have hereunto set our hands

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF

ASHFORD COMMUNITY ASSOCIATION, INC.

FILED
In the Office of the
Secretary of State of Texas

JAN 26 1971

Bill Kunkin
Deputy Director, Corporation Division

Pursuant to the provisions of Article 4.03 of the Texas Non-Profit Corporation Act, the undersigned corporation adopts the following Article of Amendment to its Articles of Incorporation which shall authorize the Association to have members instead of having none.

1. The name of the corporation is ASHFORD COMMUNITY ASSOCIATION, INC.
2. The following amendment to the Articles of Incorporation was adopted on December 4, 1970.

Article VIII of the Articles of Incorporation is hereby amended so as to read as follows:

"The corporation shall have members who are lot owners in Ashford Forest, Sections Three, Four and Five, Ashford South, Sections One, Two and Three, and Ashford Forest, Lake Section, subdivisions in Harris County, Texas, according to the plats recorded in Volume 136, Page 61, Volume 150, Page 47, Volume 159, Page 94, Volume 139, Page 61, Volume 151, Page 33, Volume 159, Page 65, and Volume 154, Page 39 of the Map Records of Harris County, Texas."

The amendment was adopted at a meeting of the Board of Directors held on December 4, 1970, and received the vote of a majority of the directors in office, there being no members having voting rights in respect thereof, said amendment to be effective December 10, 1970.

December 16, 1970.

ASHFORD COMMUNITY ASSOCIATION, INC.

BY: *C. T. Traylor, Jr.*
C. T. Traylor, Jr., President

James R. Dupdy
James R. Dupdy, Secretary

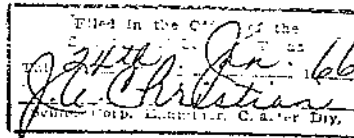
THE STATE OF TEXAS
COUNTY OF HARRIS

I, Lillian Sheppard, a Notary Public, do hereby certify that on this 16th day of December, 19 70, personally appeared before me C. T. TRAYLOR, JR., being duly sworn, declared that he is President of the corporation executing the foregoing document, that he signed the foregoing document in the capacity therein set forth, and that the statements therein contained are true.

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

Lillian Sheppard
Notary Public in and for Harris County, Texas

ARTICLES OF AMENDMENT
TO THE ARTICLES OF INCORPORATION
OF



ASHFORD COMMUNITY ASSOCIATION, INC.

Pursuant to the provisions of Article 4.03 of the Texas Non-Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation, which add Article VIII to state that the corporation shall have no members.

1. The name of the corporation is ASHFORD COMMUNITY ASSOCIATION, INC.

2. The following amendment to the Articles of Incorporation was adopted by the corporation on the 27th day of December, 1965.

Article VIII of the Articles of Incorporation is hereby added and shall read as follows:

"ARTICLE VIII. The corporation shall have no members."

3. The amendment was adopted at a meeting of the Board of Directors held on the 27th day of December, 1965, and received the vote of a majority of Directors in office, there being no members of the corporation.

EXECUTED this the 19th day of January, 1966.

ASHFORD COMMUNITY ASSOCIATION,
INC.

By J. C. Christian
President

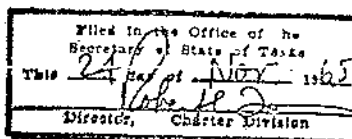
ATTEST:

G. H. Basde
Secretary

ARTICLES OF INCORPORATION

OF

ASHFORD COMMUNITY ASSOCIATION, INC.



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 I.

The name of the corporation is ASHFORD COMMUNITY ASSOCIATION, INC.

ARTICLE II.

The corporation is a non-profit corporation.

ARTICLE III.

The period of its duration is perpetual.

ARTICLE IV.

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

- (a) To own, maintain, provide, manage and operate all types of recreational and sports facilities.
- (b) To maintain, conduct, manage and operate a private club for sports and recreational activities of all types for the use and benefit of its members;
- (c) To supervise, control and manage the maintenance, improvement, beautification and security of residential subdivisions and the public areas located therein and to collect assessments for such purposes;
- (d) In general, to carry out any other business in connection with the foregoing, and to have and exercise all of the powers conferred by

THE STATE OF TEXAS §
 :
COUNTY OF HARRIS §

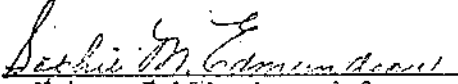
BEFORE ME, the undersigned authority, on this day personally appeared OTT THOMPSON, II, President of ASHFORD COMMUNITY ASSOCIATION, INC., known to me to be the person and officer whose signature appears on the instrument attached hereto, who, being by me first duly sworn, upon his oath states:

That he is the President and R. H. Basden is the Secretary of ASHFORD COMMUNITY ASSOCIATION, INC., that they are the persons who signed the foregoing Articles of Amendment to the Articles of Incorporation of said corporation, and that the statements therein contained are true.



OTT THOMPSON, II

SWORN TO AND SUBSCRIBED BEFORE ME by the said OTT THOMPSON, II, on this the 19th day of January, 1966, to certify which witness my hand and seal of office.



Notary Public in and for
Harris County, Texas.

the laws of the State of Texas upon corporations formed under the Texas Non-Profit Corporation Act and to do any and all of the things hereinbefore set forth to the same extent as natural persons might or could do.

ARTICLE V.

The street address of its initial registered office is 510 Taft, Houston, Texas 77019, and the name of its initial registered agent at such address is R. H. Basden.

ARTICLE VI.

The number of directors constituting the initial board of directors 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>
Ott Thompson, II	510 Taft Avenue Houston, Texas 77019
R. H. Basden	510 Taft Avenue Houston, Texas 77019
James R. Dupuy	510 Taft Avenue Houston, Texas 77019

ARTICLE VII.

The names and addresses of the incorporators are:

<u>Name</u>	<u>Address</u>
Ott Thompson, II	510 Taft Avenue Houston, Texas 77019
R. H. Basden	510 Taft Avenue Houston, Texas 77019
James R. Dupuy	510 Taft Avenue Houston, Texas 77019

IN WITNESS WHEREOF, we have hereunto set our hands

this 23 day of November, 1965.

Ott Thompson, II
Ott Thompson, II

R. H. Basden
R. H. Basden

James R. Dupuy
James R. Dupuy

THE STATE OF TEXAS :

COUNTY OF HARRIS :

CARLA BAUGHMAN

Notary Public in and for Harris County, Texas

My Commission Expires June 1, 1967

I, _____, a
Notary Public, do hereby certify that on this 23 day of
November, 1965, personally appeared OTT
THOMPSON, II, R. H. BASDEN, and JAMES R. DUPUY, who, being
by me first duly sworn, declared that they are the persons
who signed the foregoing document as incorporators and
that the statements therein contained are true.

Carla Baughman
Notary Public in and for
Harris County, Texas