

ARTICLES OF INCORPORATION

OF THE

R.F. ASSOCIATION, INC.

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FILED
In the Office of the
Secretary of State of Texas

DEC 10 1993

Corporations Section

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 of such corporation:

ARTICLE I

The name of the Corporation is R.F. Association, INC. hereinafter called the "Corporation".

ARTICLE II

The Corporation is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The Corporation is formed for the purposes of providing for maintenance and preservation of the streets and common area within that certain tract of property described as:

All the lots contained in RIVER FOREST, a subdivision in Fort Bend County, Texas, according to the map or plat thereof recorded in Slide No. 1269/A, 1269/B, and 1270/A of the Map Records of Fort Bend County, Texas and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for these purposes and to:

1. Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the aforesaid property and recorded in the Deed Records of Fort Bend County, Texas and as the same may be amended from time to time as therein provided, Said Declaration being incorporated herein as if set forth at length;

2. Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the declaration; to 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 of the Association;

3. 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;

4. Borrow money and mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

5. Dedicate, sell or transfer all or any part of the properties under its control to any public agency, authority or utility for such purpose and subject to such conditions as it may determine;

ARTICLES OF INCORPORATION

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Secretary of State of Texas

OF THE

DEC 10 1993

R.F. ASSOCIATION, INC.
DBA RIVER FOREST Homeowners Association, Inc.
S S S S S S S S S S S S S S

Corporations Section

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and to promote the health, safety and welfare of the residents within the above-described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for these purposes and to:

1. Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions, hereinafter called the "Declaration," applicable to the aforesaid property and recorded in the Deed Records of Fort Bend County, Texas and as the same may be amended from time to time as therein provided, Said Declaration being incorporated herein as if set forth at length;
2. Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the declaration; to 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 of the Association;
3. 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;
4. Borrow money and mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
5. Dedicate, sell or transfer all or any part of the properties under its control to any public agency, authority or utility for such purpose and subject to such conditions as it may determine;

6. Participate in mergers and consolidations with other non-profit corporations organized for the same purposes; and,

7. Have and exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Act of the State of Texas may by law now or hereafter have or exercise; provided that none of the objects or purposes herein set out shall be constructed to authorize the corporation to do any act in violation of said Non-Profit Corporation Act or Part Four of the Texas Miscellaneous Corporation Laws Act, and all such objects or purposes are subject to said Acts.

ARTICLE V

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is situated in any present or future section of River Forest subdivision, a subdivision in Fort Bend County, Texas, shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of said lots. The Association shall initially have two classes of voting membership:

(a) Class A. Class A members shall be all Owners with the exception of the Declarant and shall be entitled to one (1) vote for each lot owned. When one or more than one person holds an interest in any lot, all such persons shall be members, however, the vote of 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.

(b) Class B. Class B members shall be the Declarant and shall be entitled to five (5) votes for each Lot owned.

The Class B membership shall cease and be converted to Class A membership on the happening of the earlier of the following events: (i) when Class A members shall own more than fifty percent (50%) of the Lots in the Subdivision, as designated on the Subdivision Plat or which may become subject to the jurisdiction of the Association by annexation or replatting (ii) on December 31, 2004.

ARTICLE VI

The street address of the initial registered office of the Corporation is 5347 FM 359, Richmond, Texas 77469 and the name of the initial registered agent at such address is Larry K. Siller.

ARTICLE VII

The name and street address of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Larry K. Siller	13103 Wickersham Houston, TX 77077
Barbara F. McMillan	5502 Shadywood Lane Sugar Land, TX 77479
Jack Dunaway	2118 Quarterpath Richmond, TX 77469

ARTICLE VIII

The affairs of this Corporation shall be managed by a board of three (3) directors. The number of directors may be changed by amendment of the By-Laws of the Corporation, but in no event shall the Board of Directors number less than three (3). The name and addresses of the persons who are to act in the capacity of initial directors are:

NAME
Larry K. Siller

ADDRESS
13103 Wickersham
Houston, TX 77077

Barbara F. McMillan

5502 Shadywood Ln.
Sugar Land, TX 77479

Jack Dunaway

2118 Quartepath
Richmond, TX 77469

The Directors shall continue to serve until their successors are selected and qualified in the manner provided by the By-Laws of the Corporation.


ARTICLE IX


No part of the revenues of this Corporation shall ever inure, directly or indirectly, to the benefit of any private person or entity, and no directors, officer or any other persons, at any time, either upon dissolution of this Corporation or in any other event, shall be considered the owner of or entitled to any extent to, any of the assets, funds, properties or profits of this Corporation, and all of which shall be used exclusively for the purpose for which this Corporation is formed.

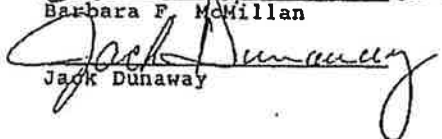
ARTICLE X

All of the property of this Corporation shall be held and administered to effectuate its purposes. In the event of liquidation, dissolution or winding up of the Corporation, whether voluntary or involuntary, all assets not otherwise required to be distributed or applied pursuant to the Texas Non-Profit Corporation Act shall be dedicated to the public or conveyed to Fort Bend County, Texas, in trust for the public.

IN WITNESS WHEREOF, we have hereunto set our hands this 6
day of Dec., 1993.

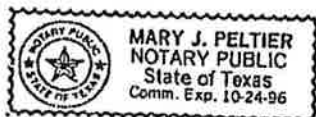

Larry K. Siller

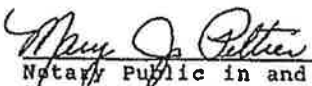

Barbara F. McMillan


Jack Dunaway

STATE OF TEXAS S
COUNTY OF Harris S

I, the undersigned notary public, hereby certify that on 6 day of December, 1993, personally appeared before me Larry K. Siller, and Barbara F. McMillan and Jack Dunaway who 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.




Notary Public in and for
the State of Texas

My Commission Expires;

10-24-96

SECRETARY'S CERTIFICATE OF FILING

I, Shannon Guey certify that:

I am the duly qualified and acting secretary of R.F. Association, Inc., a duly organized and existing Texas non-profit corporation. A corporation located in Fort Bend County, Texas.

The attached instrument is a true copy of unrecorded Articles of Incorporation, as that term is defined by Section 202.001 of the Texas Property Code, pertaining to R.F. Association, Inc.

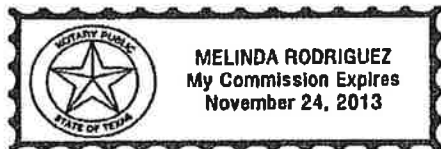
The attached instruments are being presented for recording in the Official Public Records of Real Property of Fort Bend County, Texas, pursuant to Section 202.006 of the Texas Property Code.

Dated: 1-12-12

Shannon Guey
Shannon Guey
Secretary, R.F. Association Inc.

THE STATE OF TEXAS §
COUNTY OF Harris §
§

This instrument was acknowledged before me on the 12 day of Jan,
2012, by Shannon Guey, Secretary of R.F. Association, Inc., a Texas non-profit corporation,
on behalf of said corporation.



Melinda Rodriguez
Notary Public in and for The State of Texas.

AFTER RECORDING, RETURN TO:

Bartley & Spears, P.C.
14811 St. Mary's Lane, Suite 270
Houston, Texas 77079