

**ARTICLES OF INCORPORATION**  
**OF** **FILED**  
**VILLAGES AT LAKE POINTE COMMUNITY ASSOCIATION, INC.** of the  
Secretary of State of Texas

MAR 10 2000

I, the undersigned, a natural person of the age of eighteen (18) years or more, acting as incorporator 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 Villages at Lake Pointe Community Association, Inc. (the "Association").

**ARTICLE II**

The Association is a non-profit corporation organized pursuant to the Texas Non-Profit Corporation Act.

**ARTICLE III**

The period of its duration is perpetual.

**ARTICLE IV**

The purposes for which the Association is formed are for the following:

- a. Specifically:
- (i) to provide an organization of the owners of the lots in the Villages at Lake Pointe Subdivision (the "Subdivision") located in Harris County, Texas and to enforce and manage the Declaration of Covenants, Conditions and Restrictions (the "Restrictions") recorded in the Official Public Records of Real Property, Harris County, Texas; and
  - (ii) to provide the management, maintenance, preservation and architectural control of Subdivision.

LAW OFFICE OF JAMES H. HARRIS

b. Generally:

- (i) to promote the health, safety and welfare of the owners of the Subdivision;
- (ii) to exercise all the powers and privileges and to perform all the duties and obligations of the Association as set forth in the Restrictions and the Bylaws of the Association;
- (iii) to fix, levy, collect and enforce payment of any charges or assessments as set forth in the Restrictions and to pay all expenses in connection with such charges or assessments or which are otherwise incidental 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;
- (iv) to acquire (by gift, purchase, or otherwise), own, hold improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise to dispose of real or personal property in connection with the affairs of the Association;
- (v) To borrow money, to mortgage, to pledge, to deed in trust, or to hypothecate any or all of the Association real or personal property as security for money borrowed or debts incurred;
- (vi) To have and to exercise any and all powers, rights, and privileges that a corporation organized under the Texas Non-Profit Corporation Act, by law, may now or at a later time have or exercise; and
- (vii) To act in the capacity of principal, agent, joint venturer, partner or otherwise in furtherance of the primary purpose of the Association.

c. Notwithstanding any of the above statements of purpose, the Association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of the Association. Further, the Association is organized and shall be operated exclusively for the civic and community service set forth herein and no part of any net earnings shall inure (other than by acquiring, constructing, or providing management,

maintenance and care of the Association property or by a rebate of excess membership dues, fees or assessments) to the benefit of any private individual.

#### ARTICLE V

The street address of its initial registered office is 9801 Westheimer, Suite 701, Houston, Texas 77042, and the name of its initial registered at such address is Bassam Barazi.

#### ARTICLE VI

The affairs of the Association shall be managed by a Board of Directors. The number of directors constituting the initial Board of Directors is three (3). The number of directors may be changed by amendment of the Bylaws of the Association provided however, the number of directors may never be less than three (3). The names and addresses of the persons who are to serve as Directors until their successors are elected and qualified are:

Bassam Barazi	9801 Westheimer, Suite 701 Houston, Texas 77042
Saib Sour	2401 Fountainview, Suite 220 Houston, Texas 77057
Sandy Sicard	9801 Westheimer, Suite 701 Houston, Texas 77057

#### ARTICLE VII

The name and address of the incorporator is:

Kathryn J. Farley  
Fouts & Moore, LLP  
1300 Post Oak Boulevard  
20<sup>th</sup> Floor  
Houston, Texas 77056

**ARTICLE VIII**

Directors shall be elected by majority vote. Cumulative voting shall not be permitted.

**ARTICLE IX**

The Association shall have one (1) or more classes of members. The designation of such class or classes, the conditions and regulations of membership and the rights of privileges of the members shall be determined and fixed by the Restrictions and the Bylaws of the Association.

**ARTICLE X**

A director of the Association shall not be personally liable to the Association or its Members for monetary damages for any act or omission in his capacity as a director, except to the extent otherwise expressly provided by Tex.Rev.Civ.Stat.Art. 1302-7.06(B), as amended from time to time. Any amendment or repeal of this Article shall be prospective only, and shall not adversely affect any limitation of the personal liability of a director of the Association for events existing at the time of or prior to such amendment or repeal.

**ARTICLE XI**

In the event of the dissolution of the Association, when it has, or is entitled to, any interest in any funds or property of any kind, real, personal or mixed, such funds or property or rights thereto shall not be transferred to private ownership but shall be transferred and set over unto an organization which is engaged in the activities substantially similar to those of this Association and carried out in furtherance of the purpose specified in Article IV hereof.

IN WITNESS WHEREOF, I have hereunto set my hand on this the 9th day of March, 2000.

  
KATHRYN J. FARLEY