

ARTICLES OF INCORPORATION

OF

KINGWOOD LAKES COMMUNITY ASSOCIATION, INC.

FILED
In the Office of
Secretary of State

JUN 20 19

[Handwritten Signature]

We, the undersigned natural persons of the age of twenty-one years or more, all 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:

I.

The name of the corporation is
KINGWOOD LAKES COMMUNITY ASSOCIATION, INC.

II.

The corporation is a non-profit corporation organized exclusively for civic, educational and recreational purposes, to-wit:

- (1) To render non-profit constructive civic service for the promotion of the social welfare and health of the community and of the Citizens (hereinafter defined) of that certain land known as Kingwood Lakes Village, in Harris County, Texas, which is subjected to a community services charge to pay for such service, as defined in instrument called "Community Services Charge, Kingwood Lakes Village, Harris County, Texas," to be duly filed for record in the office of the County Clerk of said county, to inculcate civic consciousness by means of active participation in constructive projects which will improve the community, state and nation. (The purpose of the corporation shall not be the promotion or stimulation of any business organized for profit);
- (2) To promote and/or provide limited municipal-type services and educational and recreational services and

facilities for the Citizens of Kingwood Lakes Village; and

- (3) Subject to the provisions of Part Four of the Texas Miscellaneous Corporation Laws Act, to acquire, maintain, and conduct buildings and property for non-profit public services and educational and recreational facilities.

Neither any donation, contribution or payment made to the corporation nor any fund or property arising therefrom, in whatever form it may take, shall be diverted from the purposes here set out.

For the purposes hereof, Citizens shall mean the residents, tenants, and property owners in Kingwood Lakes Village (and their guests and invitees).

III.

The street address of the corporation's initial registered office is 1600 Dresser Tower, 601 Jefferson Street, Houston, Texas, and the name of its initial registered agent at such address is B. P. Pierce.

IV.

The period of its duration is perpetual.

V.

The direction and management of the affairs of the corporation and the control and disposition of its properties and funds shall be vested in a board of Trustees composed of such number of persons and for such terms as may be fixed by the by-laws of the corporation. The Trustees shall continue to serve until their successors are selected and qualified in the manner provided in the by-laws of the corporation.

VI.

The names and residences of the initial Board of Trustees of the corporation are:

- (1) J. C. Byrd, P. O. Drawer 809, Humble, Texas 77338
- (2) John D. Bruton, Jr., P. O. Drawer 809, Humble, Texas 77338

- (3) Roger L. Galatas, P. O. Drawer 809, Humble, Texas 77338
- (4) B. P. Pierce, 1600 Drosser Tower, 601 Jefferson Street, Houston, Texas 77002
- (5) Hubert Smith, P. O. Drawer 809, Humble, Texas 77338.

The Board of Trustees shall have the power to adopt by-laws of the corporation and to amend the by-laws from time to time consistent with the terms hereof; however, such change must receive at least a four-fifths (4/5) majority vote of approval from the Trustees. The Board of Trustees may act or carry on the business of the corporation at meetings held pursuant to notice given to each Trustee at least ten (10) days before the time of the meeting, or without notice, if each Trustee waives notice in writing and consents to the meeting whether before or after the meeting time; or upon unanimous consent in writing, the Trustees may act or carry on the business of the corporation without a formal meeting.

VII.

The corporation is a non-profit corporation, organized for civic betterment and benevolent purposes solely and is without stock, and no part of its property, whether income or principal, shall ever inure to the benefit of any officer, trustee, or employee of the corporation or of any individual, nor shall any such officer, trustee, employee or individual receive or be lawfully entitled to receive any pecuniary profits from the operations of the corporation except reasonable compensation for services rendered in carrying out one or more of its said purposes. The corporation shall not engage in, and none of its funds or property shall be devoted to, carrying on propaganda, or otherwise attempting to influence legislation.

VIII.

The corporation shall have no members.

IX.

In the event of the dissolution of the corporation by termination of its existence or otherwise, or upon any complete or partial liquidation of its assets, when it has the ownership of, or is entitled to ownership of, any net remaining funds or property of any sort, real, personal or mixed, after payment, satisfaction and discharge of all lawful liabilities and obligations of the corporation, such funds or property or right thereto shall not be transferred to or received by any individual, but shall, pursuant to a lawful plan of distribution, be transferred and set over to one or more corporations, trusts, societies or organizations engaged in activities substantially similar to the purposes of this corporation in exact fulfillment of the purposes and objects stated herein, and, if none be then in existence, then to one or more municipalities, counties, cities or towns then capable of fulfilling the purposes of the corporation, and if none of the latter class be then in existence, such funds or property shall be charged with a charitable public trust to be used exclusively in the State of Texas for charitable, civic, educational or recreational purposes and shall be thereafter administered and applied to public charitable purposes by the Trustee or Trustees to be appointed pursuant to law by a court of competent jurisdiction upon suitable proceeding brought for the purpose.

X.

The corporation may 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 corporation. All funds of the corporation, whether from donation or otherwise, in excess of the expenditures necessary for the proper administration of such funds, shall be used exclusively for carrying on the work in promoting the purposes for which the corporation is formed as herein set forth.

XI.

Anything to the contrary herein notwithstanding, the Trustees shall not:

- (1) lend any part of the corporation assets to;
- (2) pay any compensation, other than that set forth in Article VII to;
- (3) make any services, benefits, or facilities of the corporation available on a preferential basis to;
- (4) purchase any securities or other property for other than adequate consideration in money or month's worth from;
- (5) sell any securities or other property for other than adequate consideration in money or money's worth to;
- (6) engage in any other transaction which diverts any part of the corporate assets to;


any person, association or corporation who has contributed property or money to the corporation, nor shall the Trustee ever engage, participate or intervene in any activity or transaction which would cause the corporation to lose its status as an exempt organization under the provisions of the Internal Revenue Code and the use, directly or indirectly, or any part of the corporation's funds or property in any such activity or transaction is hereby prohibited.

XII.

The names and street addresses of the incorporators are:

- (1) J. C. Byrd, P. O. Drawer 809, Humble, Texas
- (2) Roger L. Galatas, P. O. Drawer 809, Humble, Texas
- (3) B. P. Pierce, 1600 Dresser Tower, 601 Jefferson Street, Houston, Texas.

IN WITNESS WHEREOF, witness our hands this the 23rd day of May, 1974.



J. C. BYRD



ROGER L. GALATAS



B. P. PIERCE

STATE OF TEXAS |
 |
 | SS:
COUNTY OF HARRIS |

I, Patricia A. Souter, a notary public do hereby certify that on this 18th day of June, 1974, personally appeared before me, J. C. Byrd, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 18th day of June, 1974.

Patricia A. Souter
Notary Public in and for
Harris County, Texas

PATRICIA A. SOUTER

STATE OF TEXAS |
 |
 | SS:
COUNTY OF HARRIS |

I, Patricia A. Souter, a notary public do hereby certify that on this 18th day of June, 1974, personally appeared before me, ROGER E. GALATAS, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 18th day of June, 1974.

Patricia A. Souter
Notary Public in and for
Harris County, Texas

PATRICIA A. SOUTER

STATE OF TEXAS |
 |
 | SS:
COUNTY OF HARRIS |

I, Patricia A. Souter, a notary public do hereby certify that on this 18th day of June, 1974, personally appeared before me, B. P. PIERCE, who being by me first duly sworn, declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 18th day of June, 1974.

Patricia A. Souter
Notary Public in and for
Harris County, Texas

PATRICIA A. SOUTER



The State of Texas

Secretary of State

CERTIFICATE OF AMENDMENT

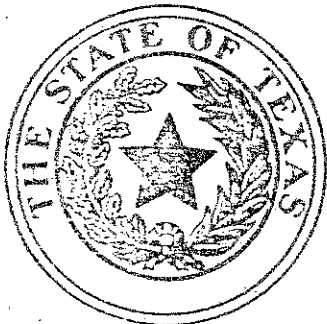
FOR

KINGWOOD LAKES COMMUNITY ASSOCIATION, INC.
CHARTER NUMBER 344420

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS, HEREBY CERTIFIES THAT ARTICLES OF AMENDMENT, DULY SIGNED AND VERIFIED, HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY THE UNDERSIGNED, AS SUCH SECRETARY OF STATE, AND BY VIRTUE OF THE AUTHORITY VESTED IN HIM BY LAW, ISSUES THIS CERTIFICATE AND ATTACHES HERETO A COPY OF THE ARTICLES OF AMENDMENT.

DATED AUG. 21, 1980



A handwritten signature in cursive script, appearing to read "C. E. C.", written over a horizontal line.
Secretary of State
CEC



STATE OF TEXAS
OFFICE OF THE SECRETARY OF STATE
AUSTIN, TEXAS 78711

GEORGE W. STRAKE, JR.
SECRETARY OF STATE

AUG. 21, 1960

RECEIVED
AUG 25 1960
KW - ADMIN

G. B. MITCHELL, JR.
P.O. BOX 5045
KINGWOOD, TEXAS 77339

RE: KINGWOOD LAKES COMMUNITY ASSOCIATION, INC.
CHAPTER NUMBER 344420-1

DEAR SIR:

IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD YOUR ARTICLES
OF AMENDMENT. THE APPROPRIATE EVIDENCE IS ATTACHED FOR YOUR FILES,
AND THE ORIGINAL HAS BEEN FILED IN THIS OFFICE.

PAYMENT OF THE FILING FEE IS ACKNOWLEDGED BY THIS LETTER.

IF WE CAN BE OF FURTHER SERVICE AT ANY TIME, PLEASE LET US KNOW.

VERY TRULY YOURS,
GEORGE W. STRAKE, JR.
SECRETARY OF STATE

BY: WILLIAM W. ODLAKE, JR.
DIRECTOR, CORPORATION DIVISION

TELEX: 77-6494

AUG 21 1980

ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
KINGWOOD LAKES COMMUNITY ASSOCIATION, INC.

CLERK HD
Corporation Division

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 change the structure of the corporation from non-membership to membership.

I.

The name of the corporation is KINGWOOD LAKES COMMUNITY ASSOCIATION, INC.

II.

The following amendment to the Articles of Incorporation was adopted by the corporation on the 9th day of June, 1980.

Article VIII shall be amended to delete its present language in its entirety and to substitute therefor the following:

Every owner of a single-family estate lot, patio house lot, townhouse lot, condominium living unit or apartment residential unit which is subject to an annual community service charge pursuant to that certain instrument entitled "Community Service Charge, Kingwood Lakes Village, Harris County, Texas" shall be a member of the corporation. Membership shall be appurtenant to and may not be separated from ownership of any such lot or unit. Ownership of property shall be the sole qualification for membership.

All such owners shall be entitled to one vote for each single-family estate lot, patio house lot, townhouse lot or condominium living unit owned (provided, however, that where such lots or units shall not be defined on a recorded plat, each individual living unit shall be construed as one such lot or unit), and one-half vote for each apartment residential unit

