

**ARTICLES OF INCORPORATION**

**OF**

**SPRING CREEK COURT HOMEOWNERS ASSOCIATION, INC.**

I, the undersigned person, being of the age of twenty-one (21) years or more, and a citizen of the State of Texas, acting as Incorporator of this corporation, do hereby adopt the following Articles of Incorporation for SPRING CREEK COURT HOMEOWNERS ASSOCIATION.

**ARTICLE 1.  
NAME**

The name of the corporation is SPRING CREEK COURT HOMEOWNERS ASSOCIATION, INC.

**ARTICLE 2.  
NONPROFIT CORPORATION**

The Corporation is a nonprofit corporation.

**ARTICLE 3.**

The period of duration of the Corporation is perpetual.

**ARTICLE 4.  
PURPOSES**

The purpose of the corporation is:

- a. Specifically and primarily to provide an organization consisting of the owners of lots in SPRING CREEK COURT a subdivision in Harris County, Texas, according to the map or plat thereof, recorded under Film Code No. 553073 of the Map Records of Harris County, Texas, in order to provide for the management, maintenance, preservation and architectural control of said subdivision located in Harris County, Texas; and
- b. Generally to promote the health, safety and welfare of the owners of lots in the subdivision, to exercise all of the powers and privileges and to perform all of the duties and obligations of the association as set forth

in the Declaration of Covenants, Conditions and Restrictions of SPRING CREEK COURT (the "Declaration"), to be recorded in the Official Records of Harris County, Texas, and their subsequent amendments and its Bylaws, and to do any and all other acts, levies, collections, enforcements, acquisitions, lending transactions, construction and maintenance obligations and any and all other 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 to exercise.

ARTICLE 5.  
POWERS

Except as these Articles otherwise provide, the Corporation has all the powers provided in the Texas Non-Profit Corporation Act. Moreover, the Corporation has all implied powers necessary and property to carry out its express powers. The Corporation may reasonably compensate directors, or officers for services rendered to or for the Corporation in furtherance of one or more of its purposes.

ARTICLE 6.  
RESTRICTIONS AND REQUIREMENTS

The Corporation may not pay dividends or other corporate income to its Directors or officers, or otherwise accrue distributable profits, or permit the realization of private gain. The Corporation may not take any action prohibited by the Texas Non-Profit Corporation Act.

ARTICLE 7.  
MEMBERSHIP

The Corporation shall have one or more classes of members. The designation of such class or classes, the manner of election or appointment and the qualifications and rights of the members of each class are set forth in the Declaration and the Bylaws of the Corporation.

ARTICLE 8.  
INITIAL REGISTERED OFFICE AND AGENT

The street address of the Corporations initial registered office is 13131 Champions Drive, #207, Houston, Harris County, Texas 77069. The name of the initial registered agent at this

office is TOM HARGROVE, JR.

ARTICLE 9.  
MANAGING BODY OF CORPORATION

The management of the Corporation is vested in its Board of Directors and such committees of the board that the board may, from time-to-time, establish. The Bylaws will provide the qualifications, manner of selection, duties, terms, and other matters relating to the Board of Directors. The initial Board of Directors will consist of three (3) persons at the following addresses:

<u>NAME</u>	<u>ADDRESS</u>
TOM HARGROVE, JR.	13123 Mission Valley Drive Houston, Texas 77069
RONALD P. KOURY	11806 Pebbleton Drive Houston, Texas 77070
J. A. HENDERSON	5629 FM 1960 West, Ste. 101 Houston, Texas 77069

The number of Directors may be increased or decreased by amending the Bylaws. The number of Directors may not be decreased to fewer than three.

Any action required by the Texas Non-Profit Corporation Act, these Articles, or the Bylaws or the Declaration to be taken at a meeting of the members or directors of a corporation or any action that may be taken at a meeting of the members or directors or of any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken, is signed by a sufficient number of members, directors, or committee members as would be necessary to take that action at a meeting at which all of the members, directors, or members of the committee were present and voted.

ARTICLE 10.  
LIMITATION ON LIABILITY OF DIRECTORS

A Director is not liable to the Corporation for monetary damages for an act or omission in the Director's capacity as Director except as otherwise provided by a Texas statute.

ARTICLE 11.  
INDEMNIFICATION

The Corporation may indemnify a person who was, is or is threatened to be made a named defendant or respondent in litigation or other proceedings because the person is or was a Director or other person related to the Corporation as provided by the provisions of the Texas Non-Profit Corporation Act governing indemnification. As the Bylaws provide, the Board of Directors may define the requirements and limitations for the Corporation to indemnify Directors, officers, or others related to the Corporation.

ARTICLE 12.  
CONSTRUCTION

All references in these Articles to statutes, regulations, or other sources of legal authority refer to the authorities cited, or their successors, as they may be amended from time to time.

ARTICLE 13  
INCORPORATORS

The name and street address of the incorporator is:


<u>NAME OF INCORPORATOR</u>	<u>ADDRESS</u>
J. A. HENDERSON	5629 FM 1960 West, Ste. 101 Houston, Texas 77069

ARTICLE 14  
DISSOLUTION

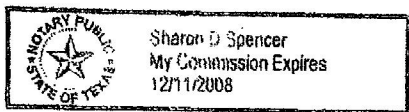
The Corporation may be dissolved in accordance with the limitations set out in the Declaration. The Corporation is one which does not contemplate pecuniary gain or profit to the members thereof, and it is organized solely for non-profit purposes. In the event of liquidation, dissolution, or winding up of the Corporation, whether voluntarily or involuntarily, the Directors shall dispose of the Property and assets of the Corporation in such manner as they, in the exercise of their discretion (as set forth in the Declaration), deem appropriate; provided, however, that such disposition shall be exclusively in the furtherance of the object and purposes for which the Corporation is formed and shall not accrue to the benefit of any

Director of the Corporation or any organization which engages in any activity in which the Corporation is precluded from engaging.

8 IN WITNESS WHEREOF, I have hereunto set my hand this the day of June, 2004.

  
J. A. HENDERSON, Incorporator

SWORN TO on this 8 day of June, 2004, by J. A. HENDERSON, as Incorporator.



  
NOTARY PUBLIC, STATE OF TEXAS