

ARTICLES OF INCORPORATION

531-68-3974

OF

MAISON DE VILLE COUNCIL OF CO-OWNERS, INC.

1971

We, the undersigned natural persons of the age of twenty-one years or more, at least two (2) 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 MAISON DE VILLE COUNCIL OF CO-OWNERS, INC.

ARTICLE II

The corporation is a non-profit corporation.

ARTICLE III

The period of its duration shall be perpetual.

ARTICLE IV

The purpose or purposes for which the corporation is organized are to provide for the maintenance, preservation and architectural control of the residence lots and common areas of Maison De Ville, a condominium project located in Houston, Harris County, Texas, within that certain property described as follows, to-wit:

All that certain lot, tract or parcel of land containing 6.5038 acres out of the J. R. Black Survey, Abstract No. 134, in Harris County, Texas, according to the Declaration and Bylaws thereof recorded in Volume 15, Page 1 of the Condominium Records of Harris County, Texas;

further, to promote the health, safety and welfare of the residents in the above described property and to:

- a. 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 Enabling Declaration for Maison De Ville, hereinafter called the "Declaration", applicable to the property and recorded in the office of the County Clerk of Harris County, Texas, in Volume 15, Page 1, of the Condominium Records of Harris County, Texas, and as the same may be amended from time to time as therein provided;
- b. exercise all of the powers and privileges and to perform all of the duties and obligations of a council of co-owners pursuant to and as that term is used in, the Texas Condominium Act;
- c. 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 Corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the Corporation;

- d. 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;
- e. borrow money, and mortgage, pledge, deed in trust, or hypothecate any or all of the real or personal property of the Corporation as security for money borrowed or debts incurred, subject to any limitations imposed by the Declaration;
- f. dedicate, sell or transfer all or any part of the common areas to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members, subject to any limitations set forth in the Declaration;
- g. participate in mergers and consolidations with other non-profit corporations organized for the purposes herein set forth or annex additional residential property and common area, subject to any limitations set forth in the Declaration;
- h. have and exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Texas may now or hereafter have or exercise.

#### ARTICLE V

Every person or entity who is a record owner of all or any portion of a condominium unit in Maison De Ville, including contract sellers, shall be a member of the corporation. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any condominium unit in Maison De Ville.

Voting shall be on a percentage basis. The percentage of the vote to which each owner is entitled is the percentage established for his undivided interest in the general common elements of Maison De Ville by the Declaration. Cumulative voting is prohibited.

#### ARTICLE VI

The street address of the initial registered office of the corporation is 9727 Fondren, Suite 200, Houston, Texas, 77096, and the name of its initial registered agent at such address is Suzanne W. Gasparotto.

#### ARTICLE VII

The number of directors constituting the initial Board of Directors of the Corporation is five (5) and the names and addresses of the persons who are to serve as the initial Directors are:

531-68-3976

Rick Thwaites	9025 Rue Cambon Houston, Texas 77074
Eileen Black	7828 Rue Carre Houston, Texas 77074
Chris Sullivan	9017 Rue Crillon Houston, Texas 77074
Clint Broadwell	9036 Rue Cambon Houston, Texas 77074
Judy Sacaris	7839 Rue Carre Houston, Texas 77074

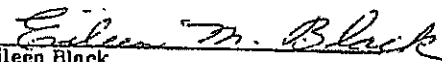
ARTICLE VIII

The names and street addresses of each incorporator is:

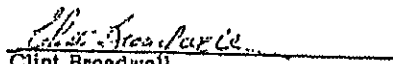
Rick Thwaites	9025 Rue Cambon Houston, Texas 77074
Eileen Black	7828 Rue Carre Houston, Texas 77074
Chris Sullivan	9017 Rue Crillon Houston, Texas 77074
Clint Broadwell	9036 Rue Cambon Houston, Texas 77074
Judy Sacaris	7839 Rue Carre Houston, Texas 77074


IN WITNESS WHEREOF, we have hereunto set our hands this the 20<sup>th</sup> day  
of October, 1983.

  
Rick Thwaites

  
Eileen Black

  
Chris Sullivan

  
Clint Broadwell

  
Judy Sacaris

531-68-3977

THE STATE OF TEXAS     §  
                                  §  
COUNTY OF HARRIS     §

BEFORE ME, the undersigned authority, on this day personally appeared Rick Thwaites, Eileen Black, Chris Sullivan, Clint Broadwell and Judy Sacaris, 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.

GIVEN UNDER MY HAND AND SEAL of office this the 20<sup>th</sup> day of February, 1983.

Rick E. Butler  
NOTARY PUBLIC - STATE OF TEXAS

Name Rick E. Butler

My Commission Expires 8/24/85

531-68-3978



The State of Texas  
Secretary of State

DEC. 7, 1983

TOTALY, LAURENCE WICK BUTLER  
5715 N. ST. 11th 1866  
WACO, TX. 76707

RE: WACO, TEXAS COUNCIL OF CO-OWNERS, INC.  
CHARTER NUMBER 880781-1

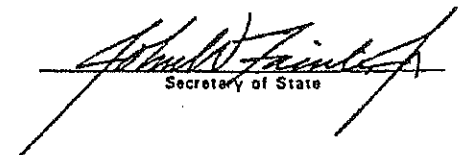
IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD THE ARTICLES OF INCORPORATION THAT CREATED YOUR CORPORATION. WE EXTEND OUR BEST WISHES FOR SUCCESS IN YOUR NEW VENTURE.

AS A CORPORATION, YOU ARE SUBJECT TO STATE TAX LAWS. SOME NON-PROFIT CORPORATIONS ARE EXEMPT FROM THE PAYMENT OF FRANCHISE TAXES AND MAY ALSO BE EXEMPT FROM THE PAYMENT OF SALES AND USE TAX ON THE PURCHASE OF TANGIBLE ITEMS. IF YOU FEEL THAT UNDER THE LAW YOUR CORPORATION IS ENTITLED TO BE EXEMPT YOU MUST APPLY TO THE COMPTROLLER OF PUBLIC ACCOUNTS FOR THE EXEMPTION. THE SECRETARY OF STATE CANNOT MAKE SUCH DETERMINATIONS FOR YOUR CORPORATION.

IF YOU NEED ANY FURTHER SERVICE AT ANY TIME, PLEASE LET US KNOW.

VERY TRULY YOURS,



  
Secretary of State

531-68-3979



The State of Texas

Secretary of State

CERTIFICATE OF INCORPORATION

OF

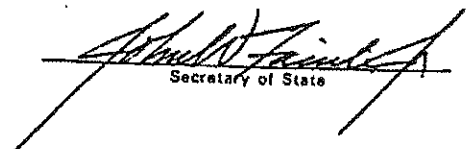
MAISON DE VILLE COUNCIL OF CO-OWNERS, INC.  
CHARTER NUMBER 680981

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,  
HEREBY CERTIFIES THAT ARTICLES OF INCORPORATION FOR THE ABOVE  
CORPORATION, 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, HEREBY ISSUES THIS  
CERTIFICATE OF INCORPORATION AND ATTACHES HERETO A COPY OF THE  
ARTICLES OF INCORPORATION.

DATED DEC. 7, 1983



  
Secretary of State