

Non-Profit



# The State of Texas

## SECRETARY OF STATE

### CERTIFICATE OF INCORPORATION OF

LAKEVIEW ESTATES PROPERTY OWNERS' ASSOCIATION, INC.

CHARTER NO. 1037770

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 pursuant to the provisions of the Texas Non-Profit Corporation Act, 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 the Secretary by law, hereby issues this Certificate of Incorporation and attaches hereto a copy of the Articles of Incorporation.

Dated May 7, 19 87.



Paul M. Quinn  
Secretary of State

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FILED  
In the Office of the  
Secretary of State of Texas

MAY 07 1987

Clerk I-C  
Corporations Section

ARTICLES OF INCORPORATION

of

LAKEVIEW ESTATES PROPERTY OWNERS' ASSOCIATION, INC.

In compliance with the requirements of the TEXAS NON-PROFIT CORPORATIONS ACT, art. 1396-1.01 - 11.01, V.A.T.S., the undersigned, all of whom are residents or domiciliaries of the State of Texas, and all of whom are of full age, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby CERTIFY:

ARTICLE I:

NAME

The name of the Corporation is LAKEVIEW ESTATES PROPERTY OWNERS' ASSOCIATION, INC., hereinafter called the "Association."

ARTICLE II:

PRINCIPAL OFFICE

The principal office of the Association is located at 123 Lakeview Drive, Lakeview Estates Subdivision, San Jacinto County, Texas, 77331.

ARTICLE III:

REGISTERED AGENT

The address of the initial registered office is 123 Lakeview Drive, Lakeview Estates Subdivision, Coldspring, Texas 77331, and the name of its initial registered agent at such address is Robert S. Bramlett.

ARTICLE IV:

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence lots and park areas within that certain tract of property described as:

LAKEVIEW ESTATES, a Subdivision in the James Rankin, Sr. League or Survey #39 in San Jacinto County, Texas, consisting of:

SECTION I of Lakeview Estates Subdivision more fully described and depicted by the official map or plat thereof recorded in Vol. 97 p. 297, Deed Records of San Jacinto County, Texas;

SECTION II of Lakeview Estates Subdivision more fully described and depicted by the official map or plat thereof recorded in Vol. 5 p. 3, Plat Records of San Jacinto County, Texas;

SECTION III Lakeview Estates Subdivision more fully described and depicted by the official map or plat thereof recorded in Vol. 7 p. 35, Plat Records of San Jacinto County, Texas;

Reference to which maps or plats, the references and descriptions therein contained, and the record thereof being here now made for a full and complete description of said lots, property, and subdivision, and for all legal purposes;

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, and for this purpose to:



(a) Exercise all of the powers and privileges and to perform all the duties and obligations of the Association as set forth in its by-laws and subdivision restrictive covenants as the same may be amended from time to time as therein provided, said by-laws and restrictions being incorporated herein as if set forth at length.

(b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the by-laws and restrictions and to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the Association's business.

(c) Acquire (by gift, purchase or otherwise), own, hold, maintain, 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;

(d) Borrow money, and with the assent of a majority of members mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(e) Dedicate, sell or transfer all or any part of the park areas to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by a majority of voting members, agreeing to such dedication, sale or transfer;

(f) Participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and common area, provided that any such merger, consolidation or annexation shall have the assent of a majority of members; and

(g) Have and to exercise any and all powers, rights and privileges which a coproation organized under the NON-PROFIT CORPORATIONS ACT of the State of Texas by law may now or hereafter have or exercise, expressly herein INCLUDING the powers and duties set forth in Art. 1396-2.22 A V.A.T.S.

## ARTICLE V

### MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any lot which is subject by covenants or record to assessment by the Association, including contract seller, shall be a member of the Association. 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 lot which is subject to assessment by the Association.

## ARTICLE VI

### VOTING RIGHTS

Every owner of a lot which is subject to assessment shall be a member of the Association. Membership shall be appurtenant to and may not be separated from ownership of any lot which is subject to assessment by the Association. When more than one person holds an interest in any lot, all such persons shall be members. The vote for 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.

At each election, the owner or owners of one or more lots shall be entitled to the following:

- (a) Owner or Owners of single lots - ONE VOTE
- (b) Owner or Owners of more than one lot - ONE VOTE
- (c) Joint Owner or Owners of one or more lots - ONE VOTE  
AMONGST THEMSELVES, to be exercised as they among themselves determine, but in no event more than one vote per lot.

Votes may be cast in person or by written proxy executed by property owners.

## ARTICLE VII

### BOARD OF DIRECTORS

The affairs of this Association shall be managed by a Board of seven (7) Directors, who shall be members of the Association. The number of directors may be changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

*Robert S. Bramlett* Name  
Robert S. Bramlett, President

*Robert Smaistrla*  
Robert Smaistrla

*Suzanne Carey Wakeman*  
Suzanne Carey Wakeman

*Anne T. French*  
Anne T. French

*L. Towson Ellis*  
L. Towson Ellis

Vicky Harrelson

*Harry Scoggin*  
Harry Scoggin

Address

No. 16 Shadowlawn  
Houston, Texas 77005

5005 Georgia Lane #123  
Houston, Texas 77092

6227 Lybbar Dr.  
Houston, Texas 77096

15511 Ripplestream Dr.  
Houston, Texas 77068

5 Oaklawn Drive  
Houston, Texas 77024

P.O. Box 986  
Coldspring, Texas 77331

18010 Mahogany Forest Dr.  
Spring, Texas 77379

At the first annual meeting the members shall elect three directors for a term of one year and four directors for a term of two years. At each annual meeting thereafter the members shall elect three or four directors for a term of one years as terms expire.

ARTICLE VIII

DURATION

The corporation shall exist perpetually.

ARTICLE IX

AMENDMENTS

Amendment of these Articles shall require the assent of a majority of the entire membership.



ARTICLE X  
LIABILITIES

The highest amount of indebtedness or liability, direct or contingent, to which this Association may be subject at any one time shall be approved by a majority of the entire membership.

ARTICLE XI  
ANNEXATION OF ADDITIONAL PROPERTIES

Section 1. The Association may, at any time annex additional residential properties and common areas to the properties described in Article IV, and so add to its membership under the provisions of Article V, provided that any such annexation shall have the assent of a majority of the membership.

ARTICLE XII  
MERGERS AND CONSOLIDATIONS

To the extent permitted by law, the Association may participate in mergers and consolidations with other nonprofit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of majority of the membership .

ARTICLE XIII  
AUTHORITY TO MORTGAGE

Any mortgage by the Association of the park areas defined in the Declaration shall have the assent of a majority of the membership.

#### ARTICLE XIV

##### AUTHORITY TO DEDICATE

The Association shall have power to dedicate, sell or transfer all or any part of the park areas to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by a majority of the members entitled to vote.

#### ARTICLE XV

##### DISSOLUTION

The Association may be dissolved and wind up its affairs in the following manner:

- 1) The Board of Directors shall adopt a resolution recommending that the Association be dissolved, and directing that the question of such dissolution be submitted to a vote at an annual or special meeting of members having voting rights.
- 2) Written or printed notice stating that the purpose, or one of the purposes, of such meeting is to consider the advisability of dissolving the Association, shall be given to each member entitled to vote at such meeting not less than 30 nor more than 60 days in advance of of such meeting.
- 3) A resolution to dissolve the Association shall be adopted upon receiving at least two-thirds of the votes which members present at such meeting in person or by proxy are entitled to cast.
- 4) Upon the adoption of such resolution by the members, the corporation shall cease to conduct its affairs except insofar as may be necessary for the winding up thereof. The Association shall immediately cause a notice of the proposed dissolution to be mailed to each known creditor of an claimant against the Association, and shall proceed to collect its assets and apply and distribute the same as provided by Art. 1396-6.02, V.A.T.S.



## ARTICLE XVI

### APPLICATION AND DISTRIBUTION OF ASSETS

Upon the Association's adoption of resolution to dissolve, its assets shall be applied and distributed as follows:

- 1) All liabilities and obligations of the Association shall be paid, satisfied and discharged. In case its property and assets are not sufficient to satisfy or discharge all the Corporations liabilities and obligations, the Corporation shall apply them so far as they will go to the just and equitable payment of the liabilities and obligations;
- 2) Assets held by the Association upon condition requiring return, transfer or conveyance, which condition occurs by reason of the dissolution, shall be returned, transferred or conveyed in accordance with such requirements;
- 3) The remaining assets shall be dedicated to an appropriate public agency to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Association;
- 4) In the event that such dedication to a public agency is refused acceptance, such assets, both real and personal, shall be granted, conveyed and assigned only for tax exempt purposes to one or more organizations which are exempt under Section 501 (c) (3), INTERNAL REVENUE CODE of 1954 (26 U.S.C. SECTION 501 (c) (3), or its successor statute, or which are described in SECTION 170 (c) (1) or (2), INTERNAL REVENUE CODE of 1954 (26 U.S.C. SECTION 170 (c) (1) or (2), or its successor statute, pursuant to a plan of distribution to be adopted on dissolution.
- 5) In the event any of the assets, both real and personal, of the Association remain undistributed, the District Court of San Jacinto County, Texas, where both the Association's main office and principal assets are located, shall distribute such remaining undistributed assets, if any, to one or more organizations exempt under SECTION 501 (c) (3) or described in SECTION 170 (c) (1) or (2), or their successor statutes.
- 6) Any distribution by the Court shall be made in such manner as, in the judgment of the Court, will best accomplish the general purposes for which the Corporation was organized.

THE STATE OF TEXAS,       )  
COUNTY OF SAN JACINTO    )

BEFORE ME, the undersigned authority, on this day personally appeared ROBERT S. BRAMLETT, ROBERT N. SMAISTRLA, SUZANNE CAREY WAKEMAN, ANNE T. FREENCH, L. TOWSON ELLIS, and HARRY SCOGGIN, all known to me to be the persons whose names are subscribed to the foregoing document, and being by me first duly sworn, severally declared that the statements contained therein are true and correct, and that they each signed the same for the purposes and consideration therein expressed, and in the capacities in said document stated.

GIVEN UNDER MY OFFICIAL HAND AND THE SEAL OF MY OFFICE THIS  
2nd DAY OF March, 1987.

Sandra Storenski  
Notary Public, in and for the  
State of Texas

Sandra Storenski  
Notary's Name Printed

My commission Expires: 6-21-89

In witness whereof, for the purpose of forming this Corporation under the laws of the State of Texas, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 2ND day of MARCH, 1987.

LAKEVIEW ESTATES PROPERTY OWNERS' ASSOCIATION  
BY:

Robert S. Bramlett  
ROBERT S. BRAMLETT

Robert N. Smaistrula  
ROBERT N. SMAISTRULA

Suzanne Carey Wakeman  
SUZANNE CAREY WAKEMAN

Anne T. French  
ANNE T. FRENCH

L. Towson Ellis  
L. TOWSON ELLIS

Vicky Harrelson  
VICKY HARRELSON

Harry Scoggin  
HARRY SCOGGIN