



The State of Texas

SECRETARY OF STATE

IT IS HEREBY CERTIFIED, that
Articles of Incorporation
of

**THE HOMEOWNERS' ASSOCIATION OF FORUM PARK III TOWNHOMES INC.
CHARTER #561754-01**

were filed in this office and a certificate of incorporation was issued on

MAY 12, 1981;

IT IS FURTHER CERTIFIED, that no certificate of dissolution has been issued, and
that the corporation is still in existence.

*IN TESTIMONY WHEREOF, I have hereunto
signed my name officially and caused to be
impressed hereon the Seal of State at my office in
the City of Austin, on September 25, 1996.*



Antonio O. Garza, Jr.

Antonio O. Garza, Jr.
Secretary of State

PH



The State of Texas

SECRETARY OF STATE

The undersigned, as Secretary of State of the State of Texas, **HEREBY CERTIFIES** that the attached is a true and correct copy of the following described instruments on file in this office:

THE HOMEOWNERS' ASSOCIATION OF FORUM PARK III TOWNHOMES, INC.

ARTICLES OF INCORPORATION

MAY 12, 1981

IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, on September 25, 1996.



1087.
Antonio O. Garza, Jr.
Secretary of State

PH

FILED
In the Office of the
Secretary of State of Texas

ARTICLES OF INCORPORATION

MAY 12 1981

OF
CLERK OF
Corporation Division
THE HOMEOWNERS' ASSOCIATION OF FORUM PARK III TOWNHOMES, INC.

We, the undersigned natural persons of the age of twenty-one (21) 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:

ARTICLE ONE

The name of the corporation is THE HOMEOWNERS' ASSOCIATION OF FORUM PARK III TOWNHOMES, INC.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The purposes for which the corporation is organized are:

- (1) To serve as the "Council of Co-Owners" (hereinafter sometimes called Association), as that term is defined and described in the Condominium Act, Texas Revised Civil Statutes, Article 1501a, for the condominium project known as Forum Park III Townhomes, located in Houston, Harris County, Texas, of the regime which was established by the filing of the Condominium Declaration for Forum Park III Townhomes (a Condominium).
- (2) To provide for and do all activities necessary, useful and expedient to protect, preserve, maintain and repair the common elements and limited common elements of the said condominium project for the use, enjoyment and benefit of the members of the corporation and to operate, administer and govern the common affairs and common fund of the members of the corporation in connection with said condominium project;
- (3) To borrow or raise money for any of the purposes of the corporation and from time to time, without limit as to the amount, to draw, make, accept, endorse and issue promissory notes, drafts, bills of exchange, warrants, bonds, debentures and other negotiable and non-negotiable instruments and evidences of indebtedness, and to secure the payment of any thereof and of the interest thereon by mortgage, pledge, security agreement and

financing statement, or conveyance or assignment in trust of the whole or any part of the property of the corporation, whether at the time owned or thereafter acquired, and to sell, pledge or otherwise dispose of such bonds or other obligations of the corporation for its corporate purposes;

(4) In general, to carry on any other business in connection with the foregoing and to have and exercise all powers conferred by the laws of the State of Texas upon corporations formed under the Texas Non-Profit Corporation Act and to do any and all things hereinbefore set forth to the same extent as natural persons might or could do. Nothing in these stated purposes shall limit any general power conferred upon corporations by the Texas Non-Profit Corporation Act.

ARTICLE FIVE

The street address of the initial registered office of the corporation is One West Loop South, Suite 110, Houston, Texas 77057, and the name of its initial registered agent at such address is Edward R. Barron.

ARTICLE SIX

Affairs of the corporation shall be managed by a Board of Directors of not less than three (3) directors. The number of directors shall be fixed by the By-Laws of this corporation. As of the election of the "First Board of Directors" (as said term is used and defined in the Condominium Declaration for Forum Park III Townhomes), a majority of the directors shall at all times be persons directly or indirectly owning or having an ownership interest in a unit located in the condominium project known as Forum Park III Townhomes. If any unit owner is a corporation, partnership, trust or other legal entity, an officer, director, shareholder, partner, trustee, legally authorized representative or beneficiary of such unit owner, such entity may be a member of the Board of Directors. The number of directors constituting the initial Board of Directors is three (3) and the names and addresses of the persons who are to serve as directors until the first annual meeting of the members or until their successors are elected and qualified are:

<u>Name</u>	<u>Address</u>
Edward R. Barron	One West Loop South, Suite 110 Houston, Texas 77057
William J. Anthony II	One West Loop South, Suite 110 Houston, Texas 77057
William B. Barron	5005 Riverway, Suite 440 Houston, Texas 77056

ARTICLE SEVEN

The name and street address of each incorporator is:

<u>Name</u>	<u>Address</u>
Edward R. Barron	One West Loop South, Suite 110 Houston, Texas 77057
William J. Anthony II	One West Loop South, Suite 110 Houston, Texas 77057
William B. Barron	5005 Riverway, Suite 440 Houston, Texas 77056

ARTICLE EIGHT

The corporation shall be a membership corporation. Each owner of a unit, including the developer of the condominium project as defined in the above-mentioned Condominium Declaration for Forum Park III Townhomes, so long as developer owns a unit, shall be entitled to membership in the corporation. Should an owner cease to own a unit, his membership shall automatically terminate. Upon any transfer of ownership of any unit, the new unit owner shall succeed to such membership. The owner of each unit or his legally authorized representative and proxy shall be entitled to vote at all meetings of the Council of Co-Owners (Association), the number of votes appurtenant to such unit as determined by his proportionate ownership in the common elements and limited common elements. If any person, including the developer, shall own more than one (1) unit, his representation for voting purposes shall be determined by his aggregate interest in the common elements and limited common elements, so that he may exercise the voting rights allocated to each unit owned by him. If there are one or more owners of a unit, then such owners shall designate one of their number as the member of the Association, which designation shall be made in writing to the Board. After an owner is so designated, the Board shall have the right to rely on such designation until a written notice revoking such appointment is received by the Board. Any such owners may designate the member from among themselves in any manner they deem fit, and in the event that such owners are unable to agree upon one of their number to be designated as the member to the Association, none of such owners shall have any vote, fractional or otherwise, in the Association. The developer, through any officer or representative, may exercise voting rights with respect to unsold units while owned by the developer. At all times during the construction phase of the condominium project, developer will be deemed to own all unsold units in the entire condominium project (regardless of whether such units are then completed, under construction or to be constructed) for the purposes of ownership of undivided interests in the common elements and limited common elements in the condominium project and for voting purposes at the meetings of the Association. Developer's liabilities for assessments during such period shall be limited as set forth in the Condominium Declaration for Forum Park III Townhomes.

Voting rights attributable to any unit which shall have been acquired by the Association shall, while owned by the Association, be entitled to be represented at meetings of the members of the Association, for purposes of determining the existence of a quorum, and shall be exercised and voted as directed by the Board of Directors of the Association at such meeting. Qualifications for membership and rights, duties and obligations of members shall be as further set forth in the above-mentioned Condominium Declaration for Forum Park III Townhomes.

ARTICLE NINE

The corporation shall indemnify any director or officer or former director or officer of the corporation for expenses and cost (including attorney's fees) actually and necessarily incurred by him in connection with any claim asserted against him, by action in court or otherwise, by reason of his being or having been such director or officer, except in relation to matters as to which he shall have been guilty of negligence or misconduct in respect of the matter in which indemnity is sought.

IN WITNESS WHEREOF, we have hereunto set our hands this
14th day of April, 1981.


EDWARD R. BARRON


WILLIAM J. ANTHONY II


WILLIAM B. BARRON

THE STATE OF TEXAS

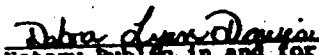
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COUNTY OF HARRIS

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I, Debra Lynn Davis, a Notary Public,
do hereby certify that, on this 14th day of April,
1981, personally appeared before me EDWARD R. BARRON, WILLIAM
J. ANTHONY II, and WILLIAM B. BARRON, who, each 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.


Notary Public in and for
Harris County, Texas
Name: Debra Lynn Davis
My Commission Expires: 7/8/81