



The State of Texas
Secretary of State

CERTIFICATE OF INCORPORATION
OF

GREENBRIAR COLONY TENNIS AND SWIM ASSOCIATION, INC.
CHARTER NUMBER 534726

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 OCT. 3, 1980



Lu W. Strake Jr.
Secretary of State

ACT

Edward B. Thompson
COUNTY CLERK
HARRIS COUNTY, TEXAS

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FILED

ARTICLES OF INCORPORATION

OF

GREENBRIAR COLONY TENNIS AND SWIM
ASSOCIATION, INC.

FILED
In the Office of the
Secretary of State of Texas

OCT 03 1980

CLERK I D
Corporation Division

We the undersigned natural persons of the age of twenty-one (21) years or more, at least two 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 GREENBRIAR COLONY TENNIS AND SWIM ASSOCIATION, INC.

ARTICLE II

The corporation is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The purpose or purposes for which said Corporation is organized are to act as agent for the civic and social benefit and betterment of certain residents and property owners of Greenbriar Colony Townhouses and Greenbriar Colony Patio Homes Subdivisions in Harris County, City of Houston, Texas, according to the map or plat entitled Greenbriar Colony Townhouses and Greenbriar Colony Patio Homes, recorded in Volume 295, Page 79 and Volume Page respectively of the Map Records of Harris County, Texas, and for any and all other property which is accepted by this Corporation for similar purposes, those purposes being as follows:

- (a) To exercise all of the powers and privileges and perform all of the duties and obligations of the Corporation as set forth in the Declaration of Covenants, Conditions and Restrictions ("Restrictions") recorded under County Clerk's File No. of the Official Public Records of Real Property of Harris County, Texas, as the same may be amended from time to time;
- (b) To affix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Restrictions referred to hereinabove;
- (c) To 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 this corporation subject to the limitations set forth in the Restrictions;
- (d) To borrow money, to mortgage, pledge or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred subject to the limitations set forth in the Restrictions;
- (e) To promote and provide recreational and other facilities for the residents and owners of said property;

- (f) To provide general sanitation and cleanliness of common areas;
- (g) To maintain streets, street lights, sidewalks and traffic controls.
- (h) To provide upkeep and maintenance of common areas and facilities as provided in the Restrictions;
- (i) To provide any activity conducted for the mutual benefit of residents and owners as provided in the Restrictions and to have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation law of the State of Texas, by law may now or hereafter exercise.

ARTICLE V

The number of directors constituting the initial Board of Directors are three (3), who need not be members of the corporation. The names and addresses of the persons to serve as the initial Directors are as follows:

Name	Address
Wayne Bardwell	3663 Briarpark - Suite 102 Houston, Texas 77042
Bert Melnick	11202 Early Spring Circle Houston, Texas 77064
J. P. Jordan	1016 Koward Humble, Texas 77338

At the first annual meeting of the members, which shall be two (2) years from the date hereof, one (1) Director shall be elected for a term of three (3) years, and at each annual meeting thereafter one (1) Director shall be elected for a term of three years unless the Board of Directors elects to increase the number of Directors according to the terms of the By-Laws of the Corporation. In which case Directors shall be elected at the annual meeting for a term of three (3) years as the terms of one or more Directors expire.

ARTICLE VI

The names and addresses of the incorporators are:

Name	Address
Wayne Bardwell	3663 Briarpark - Suite 102 Houston, Texas 77042
O. N. Baker	6437 High Star Houston, Texas 77074
Bert Melnick	11202 Early Spring Circle Houston, Texas 77064

ARTICLE VII

Every person or entity who is a record owner of a fee or undivided fee interest in any Townhouse or Patio Home Tract which is subject, by covenants of record, to assessment by the Association, including contract Sellers, 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. No owner shall have more than one membership. Membership shall be

appurtenant to and may not be separated from any ownership of any tract which is subject to assessment by the Association. Ownership of such tract shall be the sole qualification for membership. Any mortgagee or lienholder who acquires title to any tract which is a part of the Property, through judicial or nonjudicial foreclosures, shall be a member of the Association.

The Association shall have two classes of voting membership.

CLASS A: Class A Members shall be all Owners, with the exception of the Developer, and shall be entitled to one vote for each tract owned. When more than one person holds such interest in any tract, all such persons shall be Members. The Vote for such tract shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any townhouse tract.

CLASS B: The Class B member(s) shall be the Developer, and its successors and assigns, and shall be entitled to five (5) votes for each townhouse or patio home tract owned, provided that the Class B membership shall cease and be converted to Class A membership on the happening of either of the following events, whichever occurs earlier:

(a) When the total votes outstanding in the Class A membership equal the total votes outstanding in the Class B membership, or;

(b) Five (5) years from the filing date of the Restrictions in the Deed Records of Harris County, Texas.

ARTICLE VIII

The corporation is a non-profit corporation, without capital stock, organized solely for the purposes specified in Article IV, and no part of its property, whether income or principal, shall ever inure to the benefit of any Director, Officer, or employee of the corporation, or of any individual having a personal or private interest in the activities of the corporation, nor shall any such Director, Officer, employee or individual receive or be lawfully entitled to receive any profit from the operations of the corporation except a reasonable allowance for salaries or other compensation for personal services actually rendered in carrying out one or more of its stated 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.

ARTICLE IX

The street address of the initial registered office of the corporation is 3663 Briarpark, Houston, Texas 77042 and the name of its initial

registered agent at such address is Wayne Bardwell.

IN WITNESS WHEREOF, we have set our hands this 29 day of

September, 1980.

Wayne Bardwell
Wayne Bardwell

O. N. Baker
O. N. Baker

Bert Melnick
Bert Melnick

THE STATE OF TEXAS :

COUNTY OF HARRIS :

I, the undersigned Notary Public, do hereby certify that on this 29 day of Sept, 1980, personally appeared before me, WAYNE BARDWELL, O. N. BAKER AND BERT MELNICK, who, after 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.

My commission expires:

12/31/80

Notary Public
Notary Public in and for Harris County, Texas.

Name NASINE LARSEN