

538-11-0984



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:

WESTBURY GARDENS OWNERS ASSOCIATION, INC.

Articles of Incorporation

April 14, 1978

Change of Registered Office or
Registered Agent

February 25, 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, this

2nd day of September A. D. 1981


Secretary of State
dew

(1)

APR 14 1978

Lena Gilman
Deputy Secretary of State

ARTICLES OF INCORPORATION
OF
WESTBURY GARDENS OWNERS' ASSOCIATION, INC.

WE, the undersigned, natural persons of the age of eighteen (18) 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 WESTBURY GARDENS OWNERS' ASSOCIATION, INC.

ARTICLE II

This Corporation is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The purpose or purposes for which this Corporation is formed are:

1. The specific primary purposes are to act as a management body for WESTBURY GARDENS CONDOMINIUMS, a condominium development in Houston, Harris County, Texas, (the "Condominiums"), to provide for maintenance, preservation and architectural control of the Condominiums, and to promote the general civic and social welfare of the owners and residents of the Condominiums.

538-11-0985

2. The general purposes and powers are:

- A. To constitute and have the rights, powers, duties, purposes and functions of the WESTBURY GARDENS CONDOMINIUM OWNERS' ASSOCIATION, INC. as contemplated and provided for by the Condominium Declaration governing the development, management and use of the condominium units in said WESTBURY GARDENS CONDOMINIUMS (which Condominium Declaration has been duly recorded in Volume _____, Page _____, of the Condominium Records of Harris County, Texas, on _____, under County Clerk's File No. _____, and the By-Laws of the Corporation attached to such Condominium Declaration, as Exhibit "C" thereto.
- B. To provide for the improvement and maintenance of the Condominiums and other facilities dedicated to common use which now exists or which may hereafter be installed, erected or constructed within the Condominiums.
- C. To purchase, lease or otherwise acquire, improve, construct, own, hold, use, maintain, operate, exchange, encumber, sell, convey or otherwise dispose of, real and personal property of every kind, nature or description, as may be necessary or desirable to promote the primary purposes of this Corporation.
- D. To make and perform contracts of every kind for any lawful purpose, without limitation as to amount, with any person, firm, association, corporation, municipality, state, government or municipal or political subdivision.
- E. To have and exercise all the rights and powers conferred on non-profit corporations under the Texas Non-Profit Corporation Act, as such law is now in effect or may at any time hereafter be amended.
- F. To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of this Corporation.

ARTICLE V

Any person on becoming an owner of a condominium unit in the Condominiums shall automatically become a member of this non-profit Corporation and be subject to these Articles of Incorporation and the By-Laws of the Corporation. Such membership shall terminate without any formal corporate action whenever such person ceases to own a condominium unit in the Condominiums.

ARTICLE VI

The voting of the members shall be based upon the percentage of the undivided interest of each unit owner in the common elements of the Condominiums as described on Exhibit "B" to the Condominium Declaration. As owner of an undivided fractional ownership interest in and to a condominium unit shall be entitled to vote equal to his fractional ownership interest in such unit. Cumulative voting is prohibited.

ARTICLE VII

The address of the initial Registered Office of the Corporation is 4615 Post Oak Place, Suite 195, Houston, Texas 77027, and the name of its initial Registered Agent at such address is JERRY DiCARLO.

ARTICLE VIII

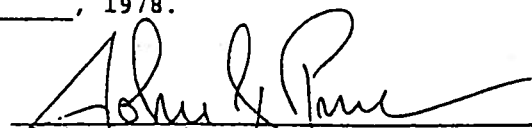
The number of Directors constituting the initial Board of Directors of the Corporation is three (3) and the names and addresses of the persons who are to serve as the initial Directors are:

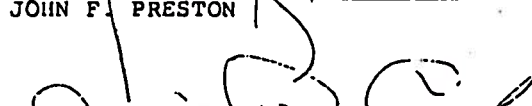
JOHN F. PRESTON
4615 Post Oak Place, Suite 195
Houston, Texas 77027

JERRY DiCARLO
4615 Post Oak Place, Suite 195
Houston, Texas 77027

CAROLYN FITZGERALD
4615 Post Oak Place, Suite 195
Houston, Texas 77027

IN WITNESS WHEREOF, we have hereunto set our hands this the 12th day of April, 1978.


JOHN F. PRESTON


JERRY DiCARLO


CAROLYN FITZGERALD

THE STATE OF TEXAS I

COUNTY OF HARRIS I

BEFORE ME, the undersigned authority, on this day personally appeared JOHN F. PRESTON, known to me to be the person whose name is subscribed above, and being by me duly sworn, did say that he is the person whose signature appears above, that the matters stated in the foregoing instrument are true, and that the said instrument was signed and acknowledged by him for the purposes and consideration therein expressed.

TO CERTIFY WHICH, WITNESS MY OFFICIAL SIGNATURE and SEAL OF OFFICE this the 24th day of April, 1978.

James P. Peltier
NOTARY PUBLIC IN AND FOR
HARRIS COUNTY, T E X A S

My Commission Expires: 2-28-79

THE STATE OF TEXAS I

COUNTY OF HARRIS I

BEFORE ME, the undersigned authority, on this day personally appeared JERRY DICARLO, known to me to be the person whose name is subscribed above, and being by me duly sworn, did say that he is the person whose signature appears above, that the matters stated in the foregoing instrument are true, and that the said instrument was signed and acknowledged by him for the purposes and consideration therein expressed.

TO CERTIFY WHICH, WITNESS MY OFFICIAL SIGNATURE and SEAL OF OFFICE this the 24th day of April, 1978.

James P. Peltier
NOTARY PUBLIC IN AND FOR
HARRIS COUNTY, T E X A S

My Commission Expires: 2-28-79

THE STATE OF TEXAS I

COUNTY OF HARRIS I

BEFORE ME, the undersigned authority, on this day personally appeared CAROLYN FITZGERALD, known to me to be the person whose name is subscribed above, and being by me duly sworn, did say that she is the person whose signature appears above, that the matters stated in the foregoing instrument are true, and that the said instrument was signed and acknowledged by him for the purposes and consideration therein expressed.

TO CERTIFY WHICH, WITNESS MY OFFICIAL SIGNATURE and SEAL OF OFFICE this the 24th day of April, 1978.

James P. Peltier
NOTARY PUBLIC IN AND FOR
HARRIS COUNTY, T E X A S

My Commission Expires: 2-28-79

538-11-0988