

Charter # 405890

May 6, 1977

ARTICLES OF INCORPORATION

OF

PARKHOLLOW PLACE PROPERTY
OWNERS ASSOCIATION

We, the undersigned natural persons of the age of twenty-one 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 PARKHOLLOW PLACE PROPERTY OWNERS ASSOCIATION.

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 the corporation is organized are:

To enforce the restrictions, covenants, obligations, assessments and liens applicable to the property situated in Parkhollow Place, Section One, a subdivision in Harris County, Texas, according to the map or plat thereof recorded in Volume 247 at page 13 of the Map Records of Harris County, Texas (the "Subdivision"), in accordance with the provisions of that certain Declaration of Parkhollow Corporation Concerning Parkhollow Place, Section One, dated March 9, 1977 and recorded under File No. F072532 and Film Code No. 160-16-1655 in the Official Public Records of Real Property of Harris County, Texas (the "Declaration").

To enforce the said restrictions, covenants, obligations, assessments and liens with respect to all properties other than the property situated in

the Subdivision which are brought within the scheme of the Declaration pursuant to the provisions thereof.

To consent, approve, grant permission, contract and otherwise perform all of the functions and duties and do any and all things that the corporation may be permitted or required to do by the Declaration.

To own, operate, manage, lease and maintain sports and recreational facilities such as, without limitation, tennis courts, swimming pools, playground equipment and clubhouses, either within or without the Subdivision.

In general, to carry out any other activity in connection with the foregoing and to have and exercise all of the powers conferred by the laws of Texas upon non-profit corporations formed under the Texas Non-Profit Corporation Act and to do any and all other things hereinbefore set forth to the same extent as natural persons might or could do.

ARTICLE V

The street address of the initial registered office of the corporation is 316 Eastern Airlines Building, One Greenway Plaza Drive East, Houston, Texas 77046, and the name of its initial registered agent at such address is James H. Glanville.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the person who are to serve as the initial directors are:

E. J. Hudson 1102 Western Bank Building
Houston, Texas 77027

John B. Baird 1102 Western Bank Building
Houston, Texas 77027

James H. Glanville 316 Eastern Airlines Building
One Greenway Plaza Drive East
Houston, Texas 77046

ARTICLE VII

The name and street address of each incorporator is:

E. J. Hudson
1102 Western Bank Building
Houston, Texas 77027

John B. Baird
1102 Western Bank Building
Houston, Texas 77027

James H. Glanville
316 Eastern Airlines Building
One Greenway Plaza Drive East
Houston, Texas 77046

ARTICLE VIII

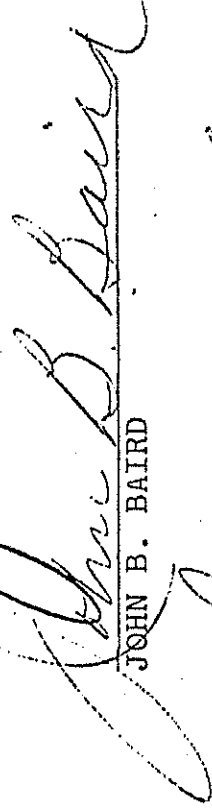
Except as may otherwise be provided in the by-laws, the Board of Directors of the corporation is expressly authorized to alter, amend or repeal the by-laws or to adopt new by-laws for this corporation without any action on the part of the members.

IN WITNESS WHEREOF, we have hereunto set our hands this

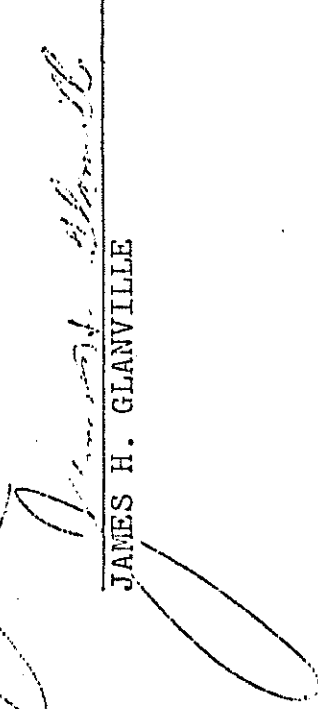
26th day of April, 1977.



E. J. HUDSON



JOHN B. BAIRD



JAMES H. GLANVILLE

THE STATE OF TEXAS §
§
COUNTY OF HARRIS §

I, Beverly Brehm, a Notary Public, do hereby certify that on this 26th day of April, 1977, personally appeared before me E. J. HUDSON, JOHN B. BAIRD, and JAMES H. GLANVILLE, 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.

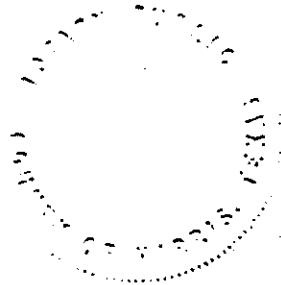
IN WITNESS WHEREOF, I have set my hand and seal the day and year above written.

Beverly Brehm
Notary Public in and for
Harris County, Texas

BEVERLY BREHM

Notary Public in and for Harris County, Texas.

My Commission Expires Nov. 17, 1978

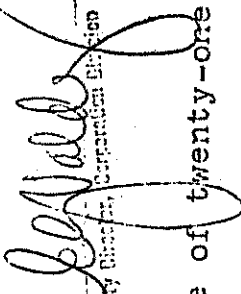


ARTICLES OF INCORPORATION

OF

MAY 6 1977

PARKHOLLOW PLACE PROPERTY
OWNERS ASSOCIATION


Deputy Director, Corporations Division

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ARTICLE II, SECTION 2--AMENDED WORDING

Annual Meeting. The annual meeting of the Members shall be held at the Parkhollow Club located at 3223 Synott Road, Houston, Texas, at 7:00 P.M. on the third Thursday in October of each year, if not a legal holiday, and if a legal holiday, then on the next succeeding business day, for the purpose of electing directors. Any business may be transacted at an Annual Meeting, except as otherwise provided by law or by these By-Laws.

ARTICLE II, Section 7--Original Wording

Voting Rights. The Association shall have the following classes of voting membership with the following rights:

Class A: Each Class A Member shall be entitled to one vote in the Association for each Lot owned by such Member which has become an Accessible Tract. There shall be no fractional votes. When the Owner of any such Lot consists of more than one person or entity, such owners shall designate one of their number to cast their one vote with respect to such Lot.

Class B: The Class B Member shall be entitled to the same number of votes in the Association as the aggregate votes of the Class A Members, plus one hundred (100) additional votes.

ARTICLE II, Section 7--AMENDED WORDING

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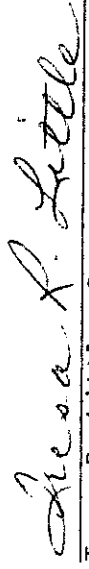
Class B: The Class B Member shall be entitled to the same number of votes in the Association as the aggregate votes of the Class A Members, plus one hundred (100) additional votes.

ARTICLE III, Section 2--Original Wording

Number. The number of directors shall be three (3), but such number may be increased or decreased from time to time by amendment to these Bylaws, provided the number of directors shall never be less than three (3) and provided, further, that such decrease does not shorten the term of any incumbent director.

ARTICLE III, SECTION 2--AMENDED WORDING

Number. The number of directors shall be seven (7), but such number may be increased or decreased from time to time by amendment to these Bylaws, provided the number of directors shall never be less than three (3) and provided, further, that such decrease does not shorten the term of any incumbent director.


Tresa R. Little, Secretary

the Subdivision which are brought within the scheme of the Declaration pursuant to the provisions thereof.

To consent, approve, grant permission, contract and otherwise perform all of the functions and duties and do any and all things that the corporation may be permitted or required to do by the Declaration.

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ARTICLE VIII

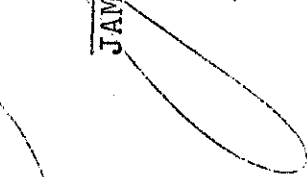
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IN WITNESS WHEREOF, I have set my hand and seal the day and year above written.

Beverly Brehm
Notary Public in and for
Harris County, Texas

BEVERLY BREHM
Notary Public in and for Harris County, Texas
My Commission Expires Nov. 17, 1977