

535-83-3819



The State of Texas

SECRETARY OF STATE

The undersigned, 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:

SANDSPOINT CONDOMINIUM ASSOCIATION, INC.

Articles of Incorporation

March 5, 1979



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

18th day of October, A.D. 19 91

John Hannah Jr. 1sv
Secretary of State

(1)

535-83-3820

FILED
In the Office of the
Secretary of State of Texas

ARTICLES OF INCORPORATION

OF

MAR 5 1979

SANDSPOINT CONDOMINIUM ASSOCIATION, INC.

Patrick Brice

Attorney, Corporation Division

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 SANDSPOINT CONDOMINIUM
ASSOCIATION, INC.

ARTICLE II.

The corporation is a non-profit corporation and shall
have all of the powers now or hereafter specified in, and shall
be subject in all respects to the provisions of, the Texas
Non-Profit Corporation Act, (the "Act").

ARTICLE III.

The period of duration of this corporation is perpetual.

ARTICLE IV.

The purpose or purposes for which this corporation
is organized are:

1. To implement, exercise and enforce all applicable
provisions of the Condominium Act, Article 1301a of the Texas
Revised Civil Statutes, with regard to a condominium regime
established, or to be established, in Houston, Harris County
Texas, to be known as Sandspoint Condominiums, and to implement,
exercise and enforce all applicable provisions of this Charter,
the By-Laws to be adopted for this corporation, and the Condominium
Declaration filed or to be filed establishing the aforesaid
condominium regime on property described in Exhibit "A" attached
hereto and incorporated herein, as from time to time amended.

2. To maintain, repair, replace, alter and improve Common Elements and Limited Common Elements of the Sandspoint Condominiums in accordance with the Condominium Declaration, this Charter and the By-Laws.

3. To operate and manage, or arrange for the operation and management of, the Sandspoint Condominiums, and all General Common Elements and Limited Common Elements, in accordance with the Condominium Declaration, this Charter and the By-Laws. *pel*

4. To obtain and maintain insurance policies covering fire and other hazards, public liability, workman's compensation, and to obtain and maintain fidelity bonds and other indemnities in accordance with the Condominium Declaration, this Charter and the By-Laws.

5. To establish and enforce Rules and Regulations applicable to all users and Owners of condominium Units, General Common Elements and Limited Common Elements of the Sandspoint Condominiums.

6. To pay all ad valorem and other taxes, assessments or levies, and all utilities, sewer, water, sanitary and other charges, applicable to the General Common Elements or Limited Common Elements of the Sandspoint Condominiums.

7. To levy and collect an annual assessment for all common expenses, and special assessments, and any interest thereon, from Owners of condominium Units in accordance with the provisions of the Condominium Declaration, this Charter and the By-Laws.

8. To do any other thing necessary or desirable in the opinion of the Board of Directors of this corporation for the Owners or occupants of Units in the Sandspoint Condominiums, and to do any and all other acts in connection with all of the above purposes and as provided for in the said Condominium Declaration, this Charter and the By-Laws, and to perform all specified duties and exercise all specified

powers of a Council of Co-Owners under Article 1301a of the Texas Condominium Act.

ARTICLE V.

The street address of the initial registered office of the corporation is 5433 Westheimer, Suite 814, Houston, Texas, 77056, and the name of its initial registered agent at such address is Jay K. Oates.

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 persons who are to serve as the initial Directors are:

Jay K. Oates	5433 Westheimer, Suite 814 Houston, Texas 77056
Heather D. Dennis	5433 Westheimer, Suite 814 Houston, Texas 77056
Ben M. Jacoby	5433 Westheimer, Suite 814 Houston, Texas 77056

ARTICLE VII.

The name and address of each incorporator is:

Malcolm D. Gibson	5353 West Alabama, Suite 302 Houston, Texas 77056
Jerry B. Mabry	5353 West Alabama, Suite 302 Houston, Texas 77056
Joseph L. Tita	5353 West Alabama, Suite 302 Houston, Texas 77056

ARTICLE VIII.

1. The initial Directors shall serve until the first annual election of Directors to be held in accordance with provisions of the Condominium Declaration and the By-Laws, or until their sooner resignation. The judgment of the initial Directors in the expenditure of funds of this corporation during their term of office shall be final and conclusive, so long as such judgment is exercised in good faith.

2. The By-Laws of this corporation shall be adopted by the initial Board of Directors and may thereafter be amended or altered by a majority vote of such initial Directors during their term of office, and thereafter by a vote of two-thirds (2/3) of the Members of this corporation eligible to vote, except as limited in accordance with the provisions of the Condominium Declaration.

3. Every person or entity who is the owner of a fee title to a Unit in the Sandspoint Condominiums project, either present or future, shall be a Member of the corporation. Provided however, multiple owners of a single Unit shall collectively be considered as one Member, with one of such owners to be designated as the member by a majority vote of such multiple owners. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. For purposes of determining membership, ownership shall be deemed to have vested upon delivery of a duly executed deed to a grantee.

4. Subject to the provisions contained in the Condominium Declaration, these Articles of Incorporation may be amended only by the adoption by two-thirds (2/3) of the membership of a resolution of the Board of Directors at either an annual or special meeting, provided that written or printed notice setting forth the proposed amendment or a summary of the changes to be effected thereby has been given to each member entitled to vote at such meeting.

ARTICLE IX

DISSOLUTION

1. The corporation may be dissolved in accordance with the provisions of the Act; provided however, the corporation shall not be dissolved at any time prior to a sale of the entire condominium project or termination of the condominium regime pursuant to the provisions of the Condominium Declaration.

2. The corporation is one which does not contemplate pecuniary gain or profit to the Members thereof, and it is organized solely for non-profit purposes. In the event of liquidation, dissolution or winding up of the corporation, whether voluntarily or involuntarily, the Directors shall dispose of the property and assets of the corporation in such manner as they, in the exercise of their discretion deem appropriate, but in any event in accordance with all applicable provisions of the Condominium Declaration; provided, however, that such disposition shall be exclusively in the furtherance of the objects and purposes for which the corporation is formed, and shall not accrue to the benefit of any Director of the corporation or any individual having a personal or private interest in the affairs of the corporation or any organization which engages in any activity in which the corporation is precluded from engaging.

IN WITNESS WHEREOF, we have hereunto set our hands this the 28 day of February, 1979.

Malcolm D. Gibson
Malcolm D. Gibson

Jerry B. Mabry
Jerry B. Mabry

Joseph L. Tita
Joseph L. Tita

STATE OF TEXAS §

COUNTY OF HARRIS §

BEFORE ME, the undersigned authority, on this day personally appeared Malcolm D. Gibson, Jerry B. Mabry, and Joseph L. Tita, known to me to be the persons whose names are subscribed to the foregoing instrument, and each such person, after being by me duly sworn, stated under oath that he executed the same for the purposes and in the capacity therein expressed.

535-83-3825

WITNESS MY HAND AND SEAL this 5th day of March,

1979.

Lucas H. Fuller
Notary Public in and for
Harris County, Texas

My Commission Expires:

September 11, 1983