



The State of Texas
Secretary of State

CERTIFICATE OF INCORPORATION
OF

CYPRESSWOOD PLACE COMMUNITY IMPROVEMENT ASSOCIATION
CHARTER NUMBER 01276589

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS,
HEREBY CERTIFIES THAT THE ATTACHED ARTICLES OF INCORPORATION FOR THE
ABOVE NAMED CORPORATION HAVE BEEN RECEIVED IN THIS OFFICE AND ARE
FOUND TO CONFORM TO LAW.

ACCORDINGLY, THE UNDERSIGNED, AS SECRETARY OF STATE, AND BY VIRTUE
OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS
CERTIFICATE OF INCORPORATION.

ISSUANCE OF THIS CERTIFICATE OF INCORPORATION DOES NOT AUTHORIZE
THE USE OF A CORPORATE NAME IN THIS STATE IN VIOLATION OF THE RIGHTS OF
ANOTHER UNDER THE FEDERAL TRADEMARK ACT OF 1946, THE TEXAS TRADEMARK LAW,
THE ASSUMED BUSINESS OR PROFESSIONAL NAME ACT OR THE COMMON LAW.

DATED JULY 2, 1993

1800 252-5555
PH 1/14/03 MR. JOEL MONTEZ
51% By Residents

Handwritten signature



John Hannah Jr
Secretary of State

FILED
In the Office of the
Secretary of State of Texas

JUL 02 1993

ARTICLES OF INCORPORATION OF
CYPRESSWOOD PLACE COMMUNITY IMPROVEMENT ASSOCIATION
Non-Profit Corporation

I, the undersigned natural person of the age of twenty-one (21) years or more, citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, does hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of this corporation is CYPRESSWOOD PLACE COMMUNITY IMPROVEMENT ASSOCIATION, sometimes hereinafter referred to as the "Corporation" or the "Association".

ARTICLE II

The corporation is a non-profit corporation. No part of the assets or net earnings of this corporation shall inure to the benefit of, or be distributable to its members, directors, trustees or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV below. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including publishing or distribution of statements) any political campaign on behalf of any candidate for

public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501 (c) (4) of the Internal Revenue Code or corresponding section of any future federal tax code.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The purposes for the Corporation is organized are to promote and engage in activities for the health, safety and welfare of the residents and property owners of Cypresswood Place Subdivision, an addition in Harris County, Texas according to the maps or plats thereof recorded in the Map Records of Harris County, Texas, or any other subsequent plats thereof filed of record affecting such subdivision; to provide for the improvement and maintenance of any and all common areas or facilities, if any, for the benefit of the residents; to collect and administer a maintenance fund to carry out these purposes; and to enforce the covenants and restrictions affecting the use of land or property in Cypresswood Place Subdivision. To accomplish these purposes, the Association shall have the authority to:

- (1) exercise all of the powers and privileges and to perform all of the duties and obligations of the Association set forth in the Declaration of Covenants, Restrictions and Conditions of Cypresswood Place, and any Amendments thereof, which appear of record in the Real Property Records of Harris County, Texas;
- (2) fix, levy, collect and enforce payment by any lawful means, all charges and assessments pursuant to the

ARTICLE VI

The direction and management of the affairs of the corporation and the control and disposition of its properties and funds shall be vested in a Board of Directors, composed of such number of persons as may be fixed by the Bylaws. The Board of Directors shall have the power and authority to adopt the initial Bylaws of the Corporation and the Members may delegate the right to alter and to further amend such Bylaws to the Board of Directors. Until changed as per the Bylaws, the number of directors constituting the initial Board of Directors of the Corporation shall be three (3).

The directors shall continue to serve until their successors are selected in the manner provided in the Bylaws of the Corporation. The names and addresses of the persons who shall serve as initial directors until the first annual meeting of the members, or until their successors shall have been elected and qualified are as follows:

CHAYN MOUSA
3934 FM 1960 West, Suite 340
Houston, Texas 77068

SHERRI SMITH
3934 FM 1960 West, Suite 340
Houston, Texas 77068

BILL PAPP
3934 FM 1960 West, Suite 340
Houston, Texas 77068

ARTICLE VII

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the

terms of the deed restrictions, and any amendments thereto; and to pay all expenses in connection therewith and all office and other expenses incident to the operation of the Association;

- (3) 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 and/or personal property in connection with the business affairs of the Association;
- (4) borrow money, and mortgage, pledge, deed in trust, or hypothecate any or all of the Association's real property as security for money borrowed or debts incurred;
- (5) dedicate, sell or transfer all or part of the Association's real and property to any public agency, authority or utility for such purposes and subject to such terms and conditions as agreed upon;
- (6) participate in mergers and consolidations with other non-profit corporations organized for the same purposes, provided that any such merger or consolidation shall have the assent of the Board of Directors; and
- (7) transact any and all lawful business for which corporations may be incorporated under the Texas Non-Profit Corporation Act and/or have and exercise any and all powers, rights and privileges which corporations incorporated under the Texas Non-Profit Corporation Act may now or hereafter have or exercise.

ARTICLE V

The membership shall include every person or entity who is a record owner, whether one or more persons or entities, of a fee simple title to any Lot which is part of the Cypresswood Place Subdivision, but excluding those having such interest merely as security for the performance of an obligation, and excluding those persons or entities holding only a lien, easement, mineral interest or royalty interest burdening the title thereto. Ownership of such Lots shall be the sole qualification for membership. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (4) of the Internal Revenue Code, or corresponding section of any future code, or shall be distributed to the federal government, or to a state or local government, for such purpose. Any such assets not so disposed of shall be disposed of by the County Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

Amendment of these Articles shall be made in accordance with the provisions of the Texas Non-Profit Corporation Act.

ARTICLE IX

The street address of its initial registered office of the corporation is 3934 FM 1960 West, Suite 340, Houston, Texas 77068, and the name of its initial registered agent at such address is: CMC, Chaparral Management Company, Inc.

ARTICLE IX

The name and address of the Incorporator is:

EVERETT E. HARTNETT
Attorney at Law
Two Chasewood Park
20405 State Highway 249 - Suite 225
Houston, Texas 77070

IN WITNESS WHEREOF, for the purpose of forming this Non-Profit Corporation under the laws of the State of Texas, I, the undersigned, constituting the incorporator of this Corporation, have executed these Articles of Incorporation and have hereunto set my hand this first (1st) day of July, 1993.



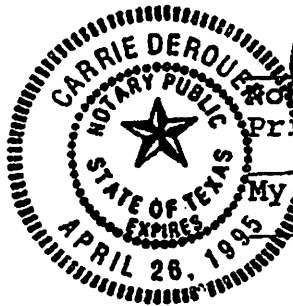
EVERETT E. HARTNETT
Incorporator


STATE OF TEXAS (

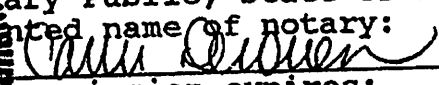
COUNTY OF HARRIS (

BEFORE ME, the undersigned notary public, on this day personally appeared EVERETT E. HARTNETT, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that he is the person who signed the foregoing document as Incorporator and that the statements therein contained are true and correct.

SWORN AND SUBSCRIBED TO before the undersigned notary and given under my hand and seal of office the first (1st) day of July, 1993.





Notary Public, State of Texas
Printed name of notary:


My commission expires:
4-26-95