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FILED  
In the Office of the  
Secretary of State of Texas

ARTICLES OF INCORPORATION  
KINGWOOD SERVICE ASSOCIATION

SEP 13 1973

Louna Salzman  
Deputy Director, Corporation Division

We, the undersigned, all of whom are citizens of the State of Texas, and all of whom are at least twenty-one (21) years of age, acting as incorporators of a non-profit corporation pursuant to the provisions of the Texas Non-Profit Corporation Act, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is Kingwood Service Association, hereinafter referred to as "Association."

ARTICLE II

The initial registered office of the Association is located at 2400 Trailwood Village Square, Humble, Texas 77339; and the initial registered agent at such address is G. B. Mitchell, Jr.

ARTICLE III

The Association is a non-profit corporation and does not contemplate pecuniary gain or profit for itself or its directors. The purposes for which it is formed are to

provide for community, civic and social welfare in The Kingwood Area of Harris and Montgomery Counties, Texas, and to promote the health, safety and welfare of The Kingwood Area residents and property owners. For these purposes it is empowered to:

- a. Enter into Contracts with Community Associations and Other Contracting Parties within The Kingwood Area for the purpose of providing such Community Associations and Other Contracting Parties with Common Areas, Facilities and Services of overall benefit to The Kingwood Area residents and property owners in general, including, but not by way of limitation, security, fire protection, parks and recreation, and common area improvements and maintenance transcending Community Association boundaries;
- b. Exercise all of the powers and privileges and perform all of the duties and obligations of the Association as set forth in said Contracts;
- c. Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of said Contracts;
- d. Pay all office and other expenses incident to the conduct of the business of the Association, including all licenses, taxes or governmental

charges levied or imposed against the property of the Association.

- e. 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 the Association;
- f. Borrow money and mortgage, pledge, deed in trust, or hypothecate any or all of the Association's real or personal property as security for money borrowed or debts incurred;
- g. Dedicate, sell, or transfer all or any part of the common areas and facilities owned by the Association to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the directors;
- h. Participate in mergers and consolidations with other non-profit corporations organized for the same purposes;
- i. Convey any park or common area, title to which is held by the Association, to any public entity capable of maintaining and agreeing to maintain the same, at any time or times when funds received by the Association for such park or

common area is deemed insufficient for adequate operation and maintenance thereof;

- j. Have and exercise any and all powers, rights, and privileges which a corporation organized under the Texas Non-Profit Corporation Act by law now or hereafter may have or exercise; and
- k. Establish and enforce rules and regulations governing the use, operation, maintenance, control, and disposition of property to which the Association holds title or to which control is vested in the Association.

#### ARTICLE IV

The Association shall have no members.

#### ARTICLE V

Each Community Association or Other Contracting Party which has executed a Contract of Association with the Association may appoint one person as member of an Advisory Committee whose functions shall be to:

- a. Consult with and advise the directors of the Association concerning the needs of The Kingwood Area;
- b. Review the Association's projected annual budgets for operating, maintaining, expanding,

and improving the Association's facilities and services and submit recommendations in connection therewith; and

- c. Perform such other duties and functions as may be set forth in the By-Laws of the Association.

#### ARTICLE VI

The affairs of the Association shall be managed by a Board of Directors composed of such number of persons and for such terms as may be fixed by the By-Laws of the Association. The directors shall continue to serve until their successors are selected and qualified in the manner provided in the By-Laws of the Association. The names and addresses of the persons who are to serve as the initial directors and constitute the initial Board of Directors of the Association are:

1. J. C. Byrd, P. O. Box 809, Humble, Texas 77338
2. John Bruton, Jr., P. O. Box 809, Humble, Texas 77338
3. R. L. Galatas, P. O. Box 809, Humble, Texas 77338
4. G. B. Mitchell, Jr., P. O. Box 809, Humble, Texas 77338
5. C. A. Monaghan, P. O. Box 809, Humble, Texas 77338

#### ARTICLE VII

Each member of the Advisory Committee shall be entitled to cast that number of votes equal to the number of equivalent units represented by the respective member on October 1 of the year immediately preceding the year in which the vote is cast. Recommendations to the directors and other such items as may be prescribed by the By-Laws shall be by a majority of such votes represented at the meeting at which the action is taken. Equivalent units shall be calculated as prescribed by the By-Laws of the Association.

#### ARTICLE VIII

Association costs and expenses shall be prorated among the contracting Community Associations and Other Contracting Parties on an equitable basis as set out in the By-Laws.

#### ARTICLE IX

The Association shall exist perpetually or until it is dissolved. Dissolution of the Association shall require the affirmative vote of not less than two-thirds (2/3) of the directors of the Association. Upon dissolution, other than incident to a merger or consolidation, the assets of the Association shall not be transferred to or received by any individual, but shall, pursuant to a lawful plan of

distribution, be dedicated to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event that such dedication is not accepted, the assets shall be granted, conveyed, and assigned to any non-profit corporation, association, trust, or other organization to be devoted to such similar purposes.

ARTICLE X

Amendment of these Articles shall require the assent of not less than two-thirds (2/3) of the directors of the Association.

ARTICLE XI

The names and addresses of the three (3) incorporators are:

1. J. C. Byrd, P. O. Box 809, Humble, Texas 77338
2. John Bruton, Jr., P. O. Box 809, Humble, Texas 77338
3. R. L. Galatas, P. O. Box 809, Humble, Texas 77338

In Witness Whereof, for the purpose of forming this corporation under the laws of the State of Texas, we, the undersigned, constituting the incorporators of this Association, have executed these Articles of Incorporation this 9<sup>th</sup> day of September, 1976.

J. C. Byrd  
John Bruton Jr.  
R. L. Galatas

THE STATE OF TEXAS    X  
                                  :  
COUNTY OF HARRIS    X

I, Patricia A. Souter, a Notary Public, do hereby certify that on this 9th day of September, 1976, personally appeared before me, J. C. BYRD, JOHN BRUTON, JR. and ROGER L. GALATAS, who being by me first duly sworn, declared that they are the persons who signed the foregoing document as incorporators and that the statements therein contained are true.

Patricia A. Souter  
Notary Public in and for  
Harris County, Texas.  
Patricia A. Souter  
My Commission Expires:  
6-1-77



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ARTICLES OF AMENDMENT  
BY THE DIRECTORS  
TO THE  
ARTICLES OF INCORPORATION  
OF KINGWOOD SERVICE ASSOCIATION

Filed in the Office of the  
Secretary of State of Texas  
This.....day of.....19.....  
AUG 01 1984

Pursuant to the provisions of Article 1396-4.03 of the Texas Non-Profit Corporation Act, on May 18, 1984 the undersigned director adopts the following Articles of Amendment to the Articles of Incorporation of the corporation which adds a clarification sentence regarding update of authorized agent and address removes the term "fire protection" and adds the term "dispatching services," changes "advisory committee" to "Board of Directors", states By-Laws, will prescribe Board rules, meetings, and Equivalent units Criteria, and deletes Article V and renumbers the subsequent Articles.

ARTICLE ONE: The name of the corporation is Kingwood Service Association.

ARTICLE TWO: The following amendment to the Articles of Incorporation was adopted by the directors of the corporation on January 19, 1984:

- (1) Article II-Add:  
"As changes are necessary to the Regis address and Regis. Agent, such information will be on file with the Secretary of State."
- (2) Article III, Section a.  
Delete "fire protection" and add "and dispatching services"
- (3) Article V  
Delete and renumber subsequent numbers of Articles.
- (4) Article VII  
Delete "Advisory Committee" and change to "Board of Directors"; add after "... member on ..." - "... the most recent..."; delete from "... of the year immediately ..." to "... the action is taken.", and add "Equivalent units shall be calculated as prescribed by the By-Laws of the Association.", "Rules governing the conduct, time, and notice of Board of Directors meetings shall be as prescribed by these By-Laws."

ARTICLE THREE: The members of Board of Directors who are entitled to vote on said amendment have voted at the January 19, 1984 meeting to adopt the Articles of Amendment and have signed a consent in writing adopting said amendment, dated January 19, 1984. No shares have been issued for Kingwood Service Association.

Dated; May 18, 1984

By: Sarah Johnson  
Sarah Johnson, Secretary

By: Howard R. Pitman  
Howard Pitman, President

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I, Howard Pitman, verify the foregoing Articles of Amendment.

Kingwood Service Association

Sarah Johnson  
Sarah Johnson, Secretary

BY: Howard R. Pitman  
Howard R. Pitman, President

STATE OF TEXAS

COUNTY OF HARRIS

I, a Notary public, do hereby certify that on this 27 day of JULY, 1984, personally appeared before me Howard R. Pitman, who declared he is President of the corporation executing the foregoing document, and being first duly sworn, and under oath, acknowledged that he signed the foregoing document in the capacity therein set forth and declared that the statements therein contained are true.

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

Noel Stanley  
Notary Public in and for Harris County, Texas

COMMISSION EXPIRES 6-13-87



**KINGWOOD  
SERVICE ASSOCIATION**

NOTICE DATE: OCTOBER 19, 1983  
VOTE DATE: JANUARY 19, 1984

Pursuant to ARTICLE X of Kingwood Service Association Articles of Incorporation as adopted on September 9, 1976 and subsequently amended, we, the undersigned, being all the active directors of KINGWOOD SERVICE ASSOCIATION do amend the following as stated:

- (1) Article II- Add:  
"As changes are necessary to the Regis. address and Regis. Agent, such information will be on file with the Secretary of State."
- (2) Article III, Section a.  
Delete "fire protection" and add "and dispatching services"
- (3) Article V  
Delete and renumber subsequent numbers of Articles.
- (4) Article VII  
Delete "Advisory Committee" and change to "Board of Directors"; add after "...member or..." - "... the most recent..."; delete from "... of the year immediately..." to "... the action is taken.", and add "Equivalent units shall be calculated as prescribed by the By-Laws of the Association.", "Rules governing the conduct, time, and notice of Board of Directors meetings shall be as prescribed by these By-Laws."

Dated and effective this 19th day of January, 1984.

Howard R. Litman  
Kings Forest

Bill D. [Signature]  
North Woodland Hills

[Signature]  
Sherwood Trails

George V. Smith  
Trailwood

[Signature]  
Greentree

Pete Ventura  
Hunters Ridge

Ralph A. Hoffman  
South Woodland Hills

Carol [Signature]  
Bear Branch

[Signature]  
Kingwood Lakes

Erwin [Signature]  
Fosters Mill

Kathy [Signature]  
Sand Creek

Francis X. [Signature]  
Edin Grove

John T. [Signature]  
Kingwood Place, Friendswood Dev. Co., Northpark Place, Kings Forest Estates, Trailwood Commercial, Kingwood Country Club, Deerwood Country Club, Kings Crossing