



# The State of Texas

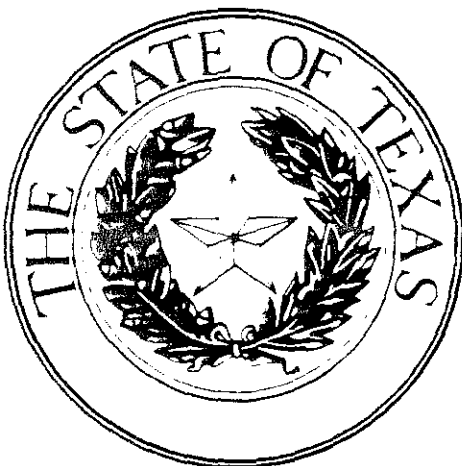
SECRETARY OF STATE

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:

**THE REGENCY HOUSE CONDOMINIUM ASSOCIATION**

ARTICLES OF INCORPORATION

APRIL 7, 1980



*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, on September 24, 1996.*

Antonio O. Garza, Jr.  
Secretary of State

PH

ARTICLES OF INCORPORATION

FILED  
In the Office of the  
Secretary of State of Texas

OF

APR 07 1980

THE REGENCY HOUSE CONDOMINIUM ASSOCIATION

CLERK I A  
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 herein 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 THE REGENCY HOUSE CONDOMINIUM ASSOCIATION.

ARTICLE II

The corporation is a non-profit corporation.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

PURPOSE AND POWERS OF THE CORPORATION

This corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for acquisition, construction, management, maintenance and care of the property at THE REGENCY HOUSE CONDOMINIUM PROJECT on that certain tract of property described on Exhibit "A" attached hereto and made a part hereof, as provided for in the Condominium Declaration hereinafter described, and to promote the health, safety and welfare of the members within the above described Project and for these purposes to:

- (a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Council of Co-Owners ("Council") as set forth in the Condominium Act (Article 1301a, Revised Civil Statutes of Texas), and in that certain Condominium Declaration, hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Condominium Records of Harris County, Texas, and as the same may be amended from time to time as therein provided, said Declaration being incorporated herein as if set forth at length;
- (b) Fix, levy, collect and enforce payment by any lawful means, all charges or assessments pursuant to the terms of the Declaration; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the Council, including all licenses, taxes or governmental charges levied or imposed against the property of the Council;
- (c) 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 Council;
- (d) Borrow money, and with the assent of the members, mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;
- (e) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Act of the State of Texas by law may now or hereafter have or exercise.

#### ARTICLE V

Every person or entity who is a record Unit Owner of a fee or undivided fee interest in any Unit (as defined in the Declaration) shall be a member of the Council. The foregoing is not intended to include persons or entities who hold an interest in any Unit or the property merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from any Unit and the Owner or Owners thereof which is part of the Condominium. The word "member" shall be synonymous with the word "Unit Owner" as defined in the Declaration.

ARTICLE VI

VOTING RIGHTS

Each member shall be entitled to a vote for each Unit owned by such member weighted in accordance with the interest in the Common Elements attached to such Unit as set forth in the Declaration; provided, however, that during the period in which the Declarant, as that word is defined in the Declaration, owns 15% or more of the Common Elements, Declarant shall be entitled to multiply by 6 the number of votes attributable to Units owned by Declarant. Cumulative voting is prohibited.

ARTICLE VII

BOARD OF DIRECTORS

The affairs of this corporation shall be managed by a Board of not less than five (5) persons, who shall be known as "Directors", and who shall be members of the Council (except for the initial Directors named below or their successors and as further set out in the Declaration). Subject to such limitation, the number of Directors shall be fixed by the Condominium Declaration and the By-Laws of the corporation and amendments thereto from time to time, except as to the number of the initial Board of Directors. No decrease in the number of Directors at any time shall affect or shorten the term of any incumbent Director.

The number of Directors constituting the initial Board of Directors of the corporation is seven (7) and the names and addresses of the persons who are to serve as the initial Directors are:

<u>William M. Dickey</u>	<u>2701 Westheimer</u>
	<u>Houston, Texas 77098</u>
<u>Lee Frisby</u>	<u>2701 Westheimer</u>
	<u>Houston, Texas 77098</u>

<u>Herman Lloyd</u>	<u>2701 Westheimer</u> <u>Houston, Texas 77098</u>
<u>Dunham F. Jewett</u>	<u>1010 Jefferson, Suite 1110</u> <u>Houston, Texas 77002</u>
<u>Paul H. deRaaf</u>	<u>4550 Post Oak Place, Suite 255</u> <u>Houston, Texas 77027</u>
<u>Charles R. Swain</u>	<u>4444 Westheimer, Suite 310</u> <u>Houston, Texas 77027</u>
<u>Harvey R. Houck</u>	<u>4001 Westheimer, Suite 200</u> <u>Houston, Texas 77027</u>

#### ARTICLE VIII

##### BY-LAWS

The initial By-Laws of the corporation shall be adopted by the Declarant of the Condominium as provided by the Declaration and may be amended as provided for therein.

#### ARTICLE IX

##### DISSOLUTION

The corporation may be dissolved with the assent given in writing and signed by all of the members.

#### ARTICLE X

##### INITIAL REGISTERED OFFICE AND AGENT

The post office address of the corporation's initial registered office is 2701 Westheimer, Houston, Texas 77098, and the name of the corporation's initial registered agent at such address is Hugh Hudler.

#### ARTICLE XI

##### AMENDMENTS

Amendment to these Articles shall require the assent of votes representing eighty percent (80%) of the total Units.

ARTICLE XII

INCORPORATORS

The following persons, whose addresses are shown opposite their names, all of whom are citizens of the State of Texas of the age of twenty-one (21) years or more, are the incorporators of this corporation:

Dunham F. Jewett	Suite 1110 1010 Jefferson Houston, Texas 77002
Kenneth J. Peden	Suite 1110 1010 Jefferson Houston, Texas 77002
Colleen Mahoney	Suite 1110 1010 Jefferson Houston, Texas 77002

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 3<sup>rd</sup> day of April, 1980.

  
\_\_\_\_\_  
Dunham F. Jewett

  
\_\_\_\_\_  
Kenneth J. Peden

  
\_\_\_\_\_  
Colleen Mahoney

STATE OF TEXAS       §  
                                  §  
COUNTY OF HARRIS   §

BEFORE ME, the undersigned authority, on this day personally appeared Dunham F. Dewett, Kenneth A. Peden and Colleen Mahoney, known to me to be the persons whose names are subscribed to the foregoing instrument, who each being by me duly sworn, severally declared that they are the persons who signed the foregoing document as incorporators, and that the statements therein contained are true.

GIVEN under my hand and seal of office this the 3rd day of April, 1980.

Sandra K. Morris  
Notary Public in and for  
Harris County, T E X A S

SANDRA K. MORRIS  
Notary Public in and for Harris County, Texas  
My Commission Expires July 12, 1981