

AUG 07 2007

Corporations Section

ARTICLES OF INCORPORATION
OF THE
DEER PARK MEADOWS EAST COMMUNITY ASSOCIATION, INC.

I the undersigned am a natural person of the age of eighteen (18) years or more, a citizen of the State of Texas, acting as incorporator of a corporation under the Texas Non-profit Corporation Act, do hereby adopt the following Articles of Incorporation of such corporation:

ARTICLE I

The name of the corporation is DEER PARK MEADOWS EAST COMMUNITY ASSOCIATION, INC., hereinafter called the "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 Association is organized are: to provide for maintenance, preservation and architectural control of the residential lots and Common Area, if any, within DEER PARK MEADOWS EAST, SECTION ONE a residential subdivision in Harris County, Texas, or any other areas created by the dedication of additional property to the said subdivision (herein called the "Property" or "development"), by the Developer and to promote the health, safety and welfare of the residents within the above described property and any addition thereto as may hereafter be brought within the jurisdiction of this Association for these purpose to:

- (a) exercise the powers and privileges and to perform all of the duties and obligations as set forth in those restrictions applicable to the above described property which have been or will be recorded in the Official Public Records of Real Property of Harris County, Texas;
- (b) fix, levy, collect and enforce payment by any lawful means all charges or assessments pursuant to the terms of the restrictions, to pay all expenses in connection therewith and 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;

(c) acquire (by gift, purchase, or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for the public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) borrow money, mortgage, pledge, deed in trust or hypothecate any or all of its real or personal property as security for borrowed money or debts incurred, only with the approval of two-thirds (2/3) of the lot owners, excluding the (Declarant).

(e) dedicate, sell, or transfer all or any part of the Common Area, if any, to any public agency, authority or may be agreed to by the members. No such dedication nor transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of each class of members authorizing the Directors to act in behalf of the members for the purpose of accomplishing such dedication, sale or transfer;

(f) with the Board of Directors approval may from time to time without authorization of the membership, grant or dedicate easements with respect to the Common Area, if any, as may be necessary or convenient to provide or assist in utility service to the Property;

(g) participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, if any, provided that any such merger, consolidation, or annexation shall have the assent to two-thirds (2/3) of each class of members; however, upon submission and approval of the Federal Housing Administration and/or Veterans Administration of a general plan of the entire development of DEER PARK MEADOWS EAST and general submittal of each stage or section of the development to the Federal Housing Administration and/or Veterans Administration, the Association will and/or the Developer of DEER PARK MEADOWS EAST may unilaterally annex such additional stages or sections of DEER PARK MEADOWS EAST by the Board of Directors of the Association without such approval by two-thirds (2/3) of each class of membership;

(h) 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 to exercise.

ARTICLE V

The street address of the initial registered office of the Corporation is 4210 Spicewood Springs Road, Suite 200, Austin, Texas 78759, and the name of the initial registered agent at such address is Charles A. Claiborne.

ARTICLE VI

The name and street of the incorporator is Charles A. Claiborne, 4210 Spicewood Springs Road, Suite 200, Austin, Texas 78759

ARTICLE VII

The Association shall have two classes of voting membership:

Class A. Class A members shall be all owners with the exception of the Developer of DEER PARK MEADOWS EAST and shall be entitled to one vote for each Lot owned. When more than one person holds an interest in any Lot, all such persons shall be members. The vote of such Lot shall be exercised as they among themselves determine, but in no event shall more than one vote be cast with respect to any Lot.

Class B. Class B members shall be the Developer of DEER PARK MEADOWS EAST and shall be entitled to ten (10) votes for each Lot owned. The Class B membership shall cease and be converted to Class A membership on the happening of either of the following event whichever occurs earlier:

- (a) When the total votes outstanding in Class A membership equal the total votes outstanding in Class B membership, including duly annexed areas, or
- (b) On the First day of January 2018.

ARTICLE VIII

The affairs of this Association shall be managed by a board of three (3) directors, who need not be members of the Association. The number of directors may be increased by amendment of the By-Laws of the Association. The names and addresses of the persons who are to act in the capacity of initial directors until selection of their successors are:

Charles A. Claiborne	4210 Spicewood Springs Road, Suite 200 Austin, Texas 78759
Chris Claiborne	4210 Spicewood Springs Road, Suite 200 Austin, Texas 78759
Jill A. Marsh	4210 Spicewood Springs Road, Suite 200 Austin, Texas 78759

At the first annual meeting the members shall elect one (1) director for a term of two (2) years and two (2) directors for terms of three (3) years, and at each annual meeting thereafter the members shall elect directors for terms of two (2) years, as may be needed.

ARTICLE IX

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of each class of members. Upon dissolution of the Association, other than incident to a merger or consolidation, the assets of the Association shall be dedicated to an appropriate public agency to be used for purposes similar to those for which the Association was created. In the event such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be used for similar purposes.

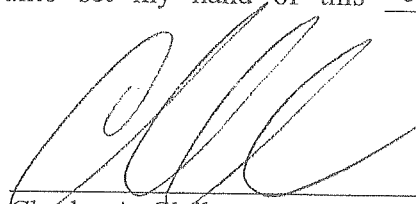
ARTICLE X

Amendment of these articles shall require the assent of two-thirds (2/3) of the entire membership.

ARTICLE XI

Subject to the provisions of preceding Article IV, as long as there is a Class B membership, the following acts will require the prior approval of the Federal Housing Administration or Veterans Administration: annexation of additional properties, mergers and consolidation, and the dissolution and amendment of these articles, mortgaging of Common Area, if any, and dedication of Common Area, if any.

IN WITNESS WHEREOF: I have hereunto set my hand of this 6th day of August, 2007.



Charles A. Claiborne, Incorporator