

ARTICLES OF INCORPORATION
OF
THE LANDING
HOMEOWNERS ASSOCIATION, INC.

JAN 31, 1977

In compliance with the requirements of Article 1396, Texas Revised Civil Statutes, the undersigned, all of whom are residents of the State of Texas and all of whom are natural persons of the age of twenty-one (21) years or more, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of the corporation is THE LANDING HOMEOWNERS ASSOCIATION, INC., hereafter called "Association".

ARTICLE II

The initial registered office and principal office of the Association is located at 6009 Richmond, Houston, Texas 77057.

ARTICLE III

R. Alan Rudy, whose address is 6009 Richmond, Houston, Texas 77057, is hereby appointed the initial registered agent of this Association.

ARTICLE IV

PURPOSE AND POWERS OF THE ASSOCIATION

This Association does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are to provide for maintenance, preservation and architectural control of the residence Lots and Common Area within that certain tract of property described as:

That certain 34.934 acres in the A.C.H. & B. Survey, Abstract No. 55, of the J. V. Reed Survey, Abstract No. 1314, and of the S. M. Gann Survey, Abstract No. 575, Tarrant County, Texas, as per plat recorded March 29, 1976, in the Office of the County Clerk of Tarrant County, Texas, under Clerk's File No. 18242 and denominated therein as The Landing Section I,

and to promote the health, safety and welfare of the residents

within the above described property and any additions thereto as may hereafter be brought within the jurisdiction of this Association for this purpose:

(a) Exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in that certain Declaration of Covenants, Conditions and Restrictions hereinafter called the "Declaration", applicable to the property and recorded or to be recorded in the Real Property Records of Tarrant 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 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 public use or otherwise dispose of real or personal property in connection with the affairs of the Association;

(d) Borrow money, and with the assent of two-thirds (2/3) vote of the combined two classes of 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) Dedicate, sell or transfer all or any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the members. No such dedication or transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of the combined two classes of members, agreeing to such dedication, sale or transfer;

(f) Participate in mergers and consolidations with other nonprofit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger or consolidation shall have the assent of two-thirds (2/3) of the combined two classes of members; and any such annexation shall be in accordance with the provisions of the Declaration.

(g) Have and to exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Law of the State of Texas by law may now or hereafter have or exercise.

ARTICLE V

Every person or entity who is a record owner of a fee or undivided fee interest in any Lot which is subject by covenants of record to assessment by the Association, including contract sellers, shall be a member of the Association. The foregoing is not intended to include persons or entities who hold an interest merely as security for the performance of an obligation. Membership shall be appurtenant to and may not be separated from ownership of any Lot which is subject to assessment by the Association.

ARTICLE VI

VOTING RIGHTS

The Association shall have two classes of voting membership:

Class A. Class A members shall be all Owners with the exception of the Declarant 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 for 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. The Class B member(s) shall be the Declarant (as defined in the Declaration), and shall be entitled to twelve (12) votes for each Lot owned. The Class B membership shall cease when the Declarant no longer owns any Lots.

ARTICLE VII

BOARD OF DIRECTORS

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 changed by amendment of the Bylaws of the Association. The names and addresses of the persons who are to act in the capacity of Directors until the selection of their successors are:

R. Alan Rudy	4635 Southwest Freeway, Houston, Texas 77027
Louis Freedman	4635 Southwest Freeway, Houston, Texas 77027
William R. Parkey	2121 Market Street, Galveston, Texas 77550

At the first annual meeting the members shall elect three Directors for a term of four years. Beginning with the fifth annual meeting, the members shall elect one Director for a term of three years, one Director for a term of two years, and one Director for a term of one year; and at each annual meeting thereafter the members shall elect one Director for a term of three years.

ARTICLE VIII

DISSOLUTION

The Association may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the combined two classes 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 this Association was created. In the event that 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 devoted to such similar purposes.

ARTICLE IX

DURATION

The corporation shall exist perpetually.

ARTICLE X

This is a non-profit corporation.

ARTICLE XI

The names and addresses of the Incorporators are:

R. Alan Rudy	6009 Richmond, Houston, Texas 77057
Louis Freedman	6009 Richmond, Houston, Texas 77057
William S. Cherry	6009 Richmond, Houston, Texas 77057

ARTICLE XII

AMENDMENTS

Amendment of these Articles shall require the assent of 80 percent (80%) of the combined two classes of members.

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 28th day of January, 1977.

[Signature]
[Signature]
[Signature]

THE STATE OF TEXAS I
COUNTY OF HARRIS I

I, JANET G. McBeck, a Notary Public, do hereby certify that on this the 28 day of JANUARY, 1977, personally appeared before me R. ALAN RUDY, LOUIS FREEDMAN and WILLIAM S. CHERRY, who each being by me first duly sworn, severally declared that they are the persons who signed the foregoing document as Incorporators, and that the statements therein contained are true.

[Signature]
 NOTARY PUBLIC IN AND FOR HARRIS
 COUNTY, TEXAS

ARTICLES OF AMENDMENT
BY THE MEMBERS
TO THE ARTICLES OF INCORPORATION OF
THE LANDING HOMEOWNERS ASSOCIATION, INC.

Pursuant to Article 1396-4.03 of the Texas Non-Profit Corporation Act, the undersigned Corporation adopts the following Articles of Amendment to its Articles of Incorporation:

FILED

Office of the
Secretary of State of Texas

NOV 3 1978

ARTICLE I

The name of the Corporation is THE LANDING HOMEOWNERS ASSOCIATION, INC.

Philip B. B...
Attorney, Corporation Division

ARTICLE II

The Articles of Incorporation are hereby amended by deleting therefrom the existing first sentence of Article VII reading:

"The affairs of this Association shall be managed by a Board of three (3) Directors, who need not be members of the Association."

in its entirety and substituting in its place the following:

"The affairs of this Association shall be managed by a Board of four (4) Directors. At least one of such Directors shall be a Class "A" Member of the Association, but none of the other Directors need be members of the Association."

ARTICLE III

The Articles of Incorporation are hereby further amended by deleting therefrom the existing second paragraph of Article VII reading:

"At the first annual meeting the members shall elect three Directors for a term of four years. Beginning with the fifth annual meeting, the members shall elect one Director for a term of three years, one Director for a term of two years, and one Director for a term of one year; and at each annual meeting thereafter the members shall elect one Director for a term of three years."

in its entirety, and substituting in its place the following:

"Article IV(f). The manner and time for the election of Directors and their terms of office shall be as provided in the By-Laws of the Association."

The foregoing amendments were adopted at a Special Meeting of Members of the corporation held on June 14, 1978. A quorum of the members was present at such meeting and the foregoing amendments received at least eighty per cent (80%) of the votes which members present at such meeting in person or by proxy were entitled to cast.

DATED this 11th day of September, 1978.

THE LANDING HOMEOWNERS ASSOCIATION,
INC.

By: R. E. Adams
R. E. Adams, President

By: Wanda Hussey
Wanda Hussey, Secretary

STATE OF TEXAS §

COUNTY OF TARRANT §

I, Robert R. Bodoin, a Notary Public, do hereby certify that on the 11th day of September, 1978, personally appeared before me R. E. Adams, who declared he is President of the Corporation executing the foregoing document, and being first duly sworn, acknowledged that he has 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 of office the day and year before written.

Robert R. Bodoin
NOTARY PUBLIC in and for TARRANT
COUNTY, TEXAS

STATE OF TEXAS §

COUNTY OF TARRANT §

I, Robert R. Bodoin, a Notary Public, do hereby certify that on the 11th day of September, 1978, personally appeared before me Wanda Hussey, who declared that she is Secretary of the Corporation executing the foregoing document, and being first duly sworn, acknowledged that she has 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 of office the day and year before written.

Robert R. Bodoin
NOTARY PUBLIC in and for TARRANT
COUNTY, TEXAS