



# The State of Texas

*SECRETARY OF STATE*

**IT IS HEREBY CERTIFIED** that the attached is a true and correct copy of the following described document on file in this office:

**MONTGOMERY TRACE PROPERTY OWNERS ASSOCIATION  
FILE NO. 1533692-01**

**ARTICLES OF INCORPORATION**

**MAY 3 1999**



*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  
January 24, 2000*

  
Elton Boutsar  
Secretary of State

**ARTICLES OF INCORPORATION  
OF  
MONTGOMERY TRACE PROPERTIOWNERS ASSOCIATION**

I, the undersigned natural person of the age of eighteen (18) years or more, acting as incorporator of a nonprofit corporation, adopt the following Articles of Incorporation for such corporation pursuant to the Texas Non-Profit Corporation Act (the "TNPCA").

**ARTICLE I**

The name of the corporation is Montgomery Trace Property Owners Association (the 'Corporation').

**ARTICLE II**

The Corporation is a nonprofit corporation.

**ARTICLE III**

The period of the Corporation is duration is perpetual.

**ARTICLE IV**

The purposes for which the Corporation is organized and operated are:

- a.** specifically, to act as a management body for Sections I - VII of the Montgomery Trace Subdivision in Montgomery County, Texas (the 'Subdivision'); to provide for maintenance, preservation and architectural control of the Subdivision; and to promote the general civic and social welfare of the owners and residents of the Subdivision; and
- b.** generally
  - (i)** to constitute and have the rights, powers, duties, purposes and functions of the Corporation as contemplated and provided for by the Bylaws of the Corporation and the Declaration of Covenants, Conditions and Restrictions governing the development, management and use of the lots in said Subdivision (which Declaration has been duly recorded in the Official Public Records at Real Property of Montgomery County, Texas on September 11, 1996 under County Clerk's File No, 192-00-0844 thru 192-00-0858);
  - (ii)** to provide for the improvement and maintenance of the Subdivision and other facilities dedicated to common use which now exist or which may hereafter be installed, erected or constructed within the Subdivision;
  - (iii)** to purchase, lease or otherwise acquire, improve, construct, own, hold, use, maintain, operate, exchange, encumber, sell, convey or otherwise dispose of real

and personal property of every kind, nature or description as may be necessary or desirable to promote the primary purpose of this Corporation;

- (iv) to make and perform contracts of every kind for any lawful person without limit as to amount with any person, firm, association, corporation, municipality, state, government, or municipal or political subdivision;
- (v) to have and exercise all the rights and powers conferred on nonprofit corporations under the TNPCA as such law is now in effect or may at any time hereafter be amended; and
- (vi) to do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of this Corporation.

#### **ARTICLE V**

On becoming an owner of a lot in the Subdivision, any person shall automatically become a member of this Corporation and be subject to the Articles of Incorporation and the Bylaws of the Corporation. Such membership shall terminate without any formal corporate action whenever such person ceases to own a lot in the Subdivision.

#### **ARTICLE VII**

The manner of election or appointment of the Corporation's Directors shall be provided in the Corporation's Bylaws. The number of Directors, and their terms of office, shall be set in the Bylaws. The number of Directors may be increased or decreased from time to time by amendment to the Bylaws, but no decrease shall have the effect of shortening the term of any incumbent Director, nor in any event shall there ever be fewer than five (5) Directors. The number of Directors constituting the initial Board of Directors of the Corporation shall be five (5). The initial Directors shall serve until their successors are duly elected and qualified. The names and addresses of the persons who are to serve as the initial Directors are as follows:

<b><u>Name</u></b>	<b><u>Address</u></b>	<b><u>Initial Term</u></b>
Joe Gannon	6210 E. Blue Lake Drive Magnolia, Texas 77354	3 years
Kurt Granhold	6626 West Bluff Drive Magnolia, Texas 77354	4 years
Scott Jones	12820 Greenwood Forest #912 Houston, Texas 77066	2 years
Patricia Little	6811 S. Trace Drive Magnolia, Texas 77354	1 year
Clay Watters	2318 E. Blue Lake Drive Magnolia, Texas 77354	5 years

**ARTICLE VIII**

The internal affairs of the Corporation shall be regulated by the Bylaws, and the Board of Directors shall supervise the management of the business and affairs of the Corporation in accordance with the Bylaws. The initial Bylaws shall be adopted by the initial Board of Directors named above in Article VII. The power to amend or repeal the Bylaws shall be vested in the Board of Directors, except to the extent otherwise provided in the Bylaws.

**ARTICLE IX**

The Board of Directors may provide in the Bylaws that the Corporation shall indemnify Directors, officers or agents of the Corporation, or former Directors, officers or agents of the Corporation, including any limitations and conditions to any such indemnification, as permitted by the provisions of Article 1396-222A of the TNPCA.

**ARTICLE IX**

The street address of the initial registered office of the Corporation is 2130 Honea-Egypt Road, Magnolia, Texas 77354 and the name of the registered agent of the Corporation at such address is Karen Jacomet.

**ARTICLE XI**

The name and address of the incorporator are as follows:

Bradley W. Rapp

8100 Washington Ave, Suite 1000  
Houston, Texas 77007

**IN WITNESS WHEREOF**, I have hereunto set my hand, this 3d day of May, 1999.

INCORPORATOR:

  
**BRADLEY W. RAPP**