

ARTICLES OF INCORPORATION
OF
DEERFIELD VILLAGE COMMUNITY ASSOCIATION, INC.

We, the undersigned natural persons of the age of twenty-one years or more, all of whom are citizens of the State of Texas, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

I.

The name of the corporation is
DEERFIELD VILLAGE COMMUNITY ASSOCIATION, INC.

II.

The corporation is a non-profit corporation organized exclusively for civic, educational and recreational purposes, to wit:

(1) To render non-profit constructive civic services for the promotion of the social welfare and health of the community and of the citizens of Deerfield Village, and which is subjected to a community services charge to pay for such service, as defined in instrument called "Community Services Charge, Deerfield Village" and duly filed for record in the Office of the County Clerk of Harris County, to inculcate civic consciousness by means of active participation in constructive projects which will improve the community, state and nation. The purpose of the corporation shall not be the promotion or stimulation of any business organized for profit;

(2) To promote and provide educational and public recreational facilities for the residents of Deerfield Village and surrounding areas; and

(3) Subject to the provisions of Part Four of the Texas Miscellaneous Corporation Laws Act, to acquire, maintain and conduct buildings and property for non-profit public services and educational and recreational facilities.

Neither any donation, contribution or payment made to the corporation nor any fund or property arising therefrom, in whatever form it may take, shall be diverted from the purposes here set out.

III.

The street address of the corporation's initial registered office is 800 Bell Avenue, Houston, Texas, and the name of its initial registered agent at such address is B. P. Pierce.

IV.

The period of its duration is perpetual.

V.

The direction and management of the affairs of the corporation and the control and disposition of its properties and funds shall be vested in a Board of Trustees composed of such number of persons (not less than 3 and not more than 5) and for such terms as may be fixed by the by-laws of the corporation. Until changed by the by-laws the number of Trustees shall be five (5). The Trustees shall continue to serve until their successors are selected and qualified in the manner provided in the by-laws of the corporation.

VI.

The names and residences of the initial Board of Trustees of the corporation are:

- (1) R. D. Leonhard, 800 Bell Avenue, Houston, Texas
- (2) C. R. Parish, 800 Bell Avenue, Houston, Texas
- (3) A. C. Burkhalter, 800 Bell Avenue, Houston, Texas
- (4) B. P. Pierce, 800 Bell Avenue, Houston, Texas
- (5) S. D. Dietrich, 800 Bell Avenue, Houston, Texas

The Board of Trustees shall have the power to adopt by-laws of the corporation and to amend the by-laws from time to time consistent with the terms hereof. The Board of Trustees may act or carry on the business of the corporation at meetings held pursuant to notice given to each Trustee at least ten (10) days before the time of the meeting, or without notice, if each Trustee waives notice in writing and consents to the meeting whether before or after the meeting time; or upon unanimous consent in writing, the Trustees may act or carry on the business of the corporation without a formal meeting.

VII.

The corporation is a non-profit corporation, organized for civic betterment and benevolent purposes solely and is without stock, and no part of its property, whether income or principal, shall ever inure to the benefit of any officer, trustee or employee of the corporation or any individual, nor shall any such officer, trustee, employee or individual receive or be lawfully entitled to receive any pecuniary profits from the operations of the corporation except reasonable compensation for services rendered in carrying out one or more of its said purposes. The corporation shall not engage in, and none of its funds or property shall be devoted to carrying on propaganda, or otherwise attempting to influence legislation.

VIII.

The corporation shall have no members.

IX.

In the event of the dissolution of the corporation by termination of its existence or otherwise, or upon any complete or partial liquidation of its assets, when it has the ownership of, or is entitled to ownership of, any net remaining funds or property of any sort, real, personal or mixed, after payment, satisfaction and discharge of all lawful liabilities and obligations of the corporation, such funds or property or right thereto shall not be transferred to or received by any individual, but shall, pursuant to a lawful plan of distribution, be transferred and set over to one or more corporations, trusts, societies or organizations engaged in activities substantially similar to the purposes of this corporation in exact fulfillment of the purposes and objects stated herein, and, if none by then existence, then to one or more municipalities counties, cities or towns then capable of fulfilling the purposes of the corporation, and if none of the latter class be then in existence, such funds or property shall be charged with a charitable public trust to be used exclusively in the State of Texas for charitable, civic, educational or recreational purposes and shall be thereafter administered and applied to public charitable purposes by the Trustee or Trustees to be appointed pursuant to law by a court of competent jurisdiction upon suitable proceeding brought for the purpose.

X.

The corporation may take and hold any donations, grants, devises or bequests which may be made in the support of its purposes. All funds of the corporation, whether from donation or otherwise, in excess of the expenditures necessary for the proper administration of such funds, shall be used exclusively for carrying on the work in promoting the purposes for which the corporation is formed as herein set forth.

XI.

Anything to the contrary herein notwithstanding, the Trustees shall not:

- (1) lend any part of the corporation funds to;
- (2) pay any compensation, other than that set forth in Article VII to;
- (3) make any services, benefits, or facilities of the corporation available on a preferential basis to;
- (4) purchase any securities or other property for other adequate consideration in money or money's worth from;
- (5) sell any securities or other property for other than adequate consideration in money or money's worth to;
- (6) engage in any other transaction which diverts any part of the corporate assets to;

any person, association or corporation who has contributed property or money to the corporation, nor shall the Trustees ever engage, participate or intervene in any activity or transaction which would cause the corporation to lose its status as an exempt organization under the provisions of the Internal Revenue Code and the use, directly or indirectly, of any part of the corporation's funds or property in any such activity or transaction is hereby expressly prohibited.

XII.

The names and street addresses of the incorporators are:

R. D. Leonhard, 800 Bell Avenue, Houston, Texas

C. R. Parish, 800 Bell Avenue, Houston, Texas

B. P. Pierce, 800 Bell Avenue, Houston, Texas

IN TESTIMONY WHEREOF, witness our hands this the 7th day of August, 1975.