

AUG 02 2000

Articles of Incorporation  
of  
Saint George Place Civic Association, Inc.

Corporations Section

I, the undersigned natural person of the age of more than eighteen (18) years who is 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 for such corporation

**Article I**

The name of the corporation is Saint George Place Civic Association, Inc , hereafter called the "Association "

**Article II**

The corporation is a non-profit corporation

**Article III**

The period of its duration is perpetual

**Article IV**

The purposes for which the Association is organized are to promote the civic and social welfare and well-being of those certain residents and property owners living within or near those areas of Houston, Texas, known as Saint George Place or Lamar Terrace Subdivision and all its sections, an addition and subdivision situated in Harris County, Texas, bounded on the north by Westheimer Road and West Alabama Avenue, on the south by Richmond Avenue, on the east by South Rice Avenue, and on the west by Chimney Rock Road, to promote and engage in activities for their use and benefit, and to engage in such additional activities that would contribute to the general betterment of the quality of residential life for all citizens of the city of Houston

The general purpose and power of the Association are to have and exercise all rights and powers conferred on non-profit corporations under the Texas Non-Profit Corporation Act and other laws of Texas, or those powers which may hereinafter be conferred

In addition to the purposes for which this Association is incorporated, the Association is further limited to such purposes as fully set out in Article 1396-2 01 of Vernon's Annotated Civil Statutes

Notwithstanding any of the above statements of purposes and powers, this Association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this Association

**Article V**

The Association shall be a membership corporation The provisions for membership are set forth in the by-laws

Except for the Initial Board of Directors whose names are set forth in these Articles of Incorporation, the Board of Directors shall be elected or appointed, as provided in the by-laws

Provision for the regulation of the internal affairs of the Association, except as provided in these Articles, shall be determined and fixed by the by-laws

**Article VI**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distribution in furtherance of the purposes set forth in Article IV above No substantial part of the activities of the Association shall be the carrying on

of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, the Association shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code.

#### **Article VII**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state or local government, for such purpose. Any such assets not so disposed of shall be disposed of by the County Court of the county in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

#### **Article VIII**

The street address of the initial registered office of the Association is 7324 Southwest Freeway, Suite 1490, Houston, Texas 77074, and the name of the initial registered agent at such address is L. Susan Hill.

#### **Article IX**

The number of directors constituting the Initial Board of Directors of the Association is three and the names and addresses of the persons who are to serve as the initial directors are

<b>Name</b>	<b>Address</b>
Linda Cessna	5356 McCulloch Circle Houston, Texas 77056
Michael Ehlers	5325 Fayette Houston, Texas 77056
Ronald Hudson	5307 Hidalgo Houston, Texas 77056
Bill Hutz	5348 Hidalgo Houston, Texas 77056
Arielle Lawson	5350 Lampasas Houston, Texas 77056
Rev. Robert W. Maurice	5353 Lampasas Houston, Texas 77056
Wayne Peters	5342 Lampasas Houston, Texas 77056
Henry Steinhagen	5549 Navarro Houston, Texas 77056

Phillip Franshaw

5329 Val Verde  
Houston, Texas 77056

**Article X**

The name and address of the incorporator are Phillip Franshaw, 5329 Val Verde, Houston, Texas 77056

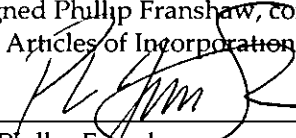
**Article XI**

The corporation may be dissolved with the assent given in writing and signed by not less than two-thirds of the membership Upon dissolution of the Association, other than incident to a merger or consolidation, the assets shall be distributable as set forth in Article VII above

**Article XII**

Amendment of these Articles shall require the assent of seventy-five percent (75%) of the entire membership

**IN WITNESS WHEREOF**, for the purpose of forming this Association under the laws of the State of Texas, I, the undersigned Phillip Franshaw, constituting the incorporator of this Association, have executed these Articles of Incorporation this twenty-first day of July, 2000

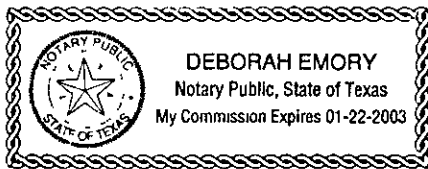
  
\_\_\_\_\_  
Phillip Franshaw

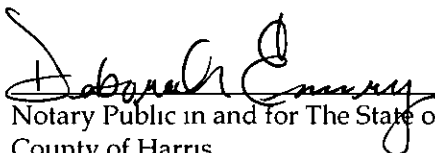
THE STATE OF TEXAS

COUNTY OF HARRIS

I, the undersigned Notary Public, hereby certify that on this twenty-first day of July, 2000, personally appeared before me, Phillip Franshaw, first duly sworn, who declared that he is the person who signed the foregoing document as incorporator, and that the statements therein contained are true

**IN WITNESS WHEREOF**, I have hereunto set my hand and seal the day and year above written



  
\_\_\_\_\_  
Notary Public in and for The State of Texas,  
County of Harris  
My commission expires 1-22-03