

ARTICLES OF INCORPORATION  
OF  
WOODWAY HOMES ASSOCIATION, INC.

OCT 24 1977

*Cedric J. Jachert*

Attorney, Corporation Division

We, the undersigned natural persons of the age of eighteen (18) years or more, at least two 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:

ARTICLE ONE

The name of the corporation is WOODWAY HOMES ASSOCIATION, INC.

ARTICLE TWO

The corporation is a non-profit corporation.

ARTICLE THREE

The period of its duration is perpetual.

ARTICLE FOUR

The corporation shall not be for pecuniary gain to its members, shall pay no dividends or other pecuniary remuneration, directly or indirectly, to its members as such, and shall have no capital stock. No part of its net earnings shall inure to the benefit of its members or any private individual.

[The purposes for which the corporation is formed are to devote itself to civic betterments and social improvement of the Woodway property development in Victoria County, Texas, and to the operation, maintenance, ownership, buying and handling

of common recreational facilities at the said Woodway property development, and to engage in any other activity permitted by law which may be useful or helpful in accomplishing any of the foregoing. ] The corporation shall not participate directly or indirectly in political campaigns on behalf of or in opposition to any candidate for public office.

#### ARTICLE FIVE

The street address of the initial registered office of the corporation is 2505 N. Navarro, Victoria, Texas 77901, and the name of its initial registered agent at such address is Lee Swearingen.

#### ARTICLE SIX

The direction and management of the affairs of the corporation shall be vested in a board of directors composed of such number of persons (not less than three, nor more than ten) as may be fixed by the by-laws. Until changed by the by-laws, the original number of directors shall be three. Directors shall continue to serve until their successors are selected in the manner provided in the by-laws of the corporation. The names and residences of the persons who shall serve as directors of the corporation until their successors are duly elected and qualified are as follows:

<u>NAME</u>	<u>ADDRESSES</u>
Jay Lack	2307 N. Wheeler Victoria, Texas 77901
Doyle E. Perkinson	207 N. Navarro Victoria, Texas 77901
Lee Swearingen	205 Longfellow Victoria, Texas 77901

#### ARTICLE SEVEN

The corporation shall have members. The membership of the corporation shall be composed of the incorporators hereof and the owners of lots in the Woodway property development in Victoria County, Texas.

Membership in the corporation shall be inseparably appurtenant to the lot or lots in the Woodway property development owned by members, and upon the transfer of ownership of such lot or lots, the membership appurtenant thereto shall be deemed to be transferred to the grantee of such lot or lots. No membership in this corporation may be conveyed or transferred in any other manner whatsoever.

#### ARTICLE EIGHT

The voting rights of the members of the corporation are as follows:

Members shall not have voting rights until January 1, 1990 or until such time as the Directors amend the by-laws to allow members to vote, whichever is sooner.

At such time as members are allowed to vote, each member shall be entitled to one (1) vote for each lot owned in the Woodway property development in Victoria County, Texas, in the election of Directors of the corporation and in the conduct of such other affairs of this corporation as require a vote of the membership.

#### ARTICLE NINE

The initial by-laws of the corporation shall be adopted

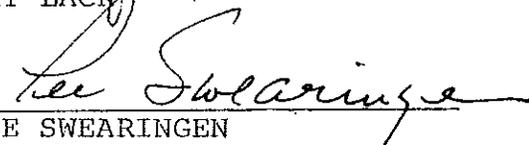
by its Board of Directors. The power to alter, amend or repeal the by-laws or to adopt new by-laws shall be vested in the board of directors until such power shall be delegated to the members by the Board of Directors.

ARTICLE TEN

The name and address of each incorporator is:

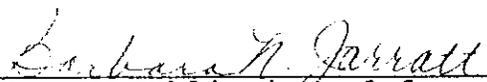
<u>NAME</u>	<u>ADDRESS</u>
Jay Lack	2307 N. Wheeler Victoria, Texas 77901
Doyle E. Perkinson	207 N. Navarro Victoria, Texas 77901
Lee Swearingen	205 Longfellow Victoria, Texas 77901

  
\_\_\_\_\_  
JAY LACK

  
\_\_\_\_\_  
LEE SWEARINGEN

  
\_\_\_\_\_  
DOYLE E. PERKINSON

SWORN TO on October 21st, 1977 by the above named incorporators.

 11-3-77  
\_\_\_\_\_  
Notary Public in and for  
Victoria County, Texas