

ARTICLES OF INCORPORATION
OF
LAKES OF COPPELL OWNERS
ASSOCIATION, INC.

FILED
In the Office of the
Secretary of State of Texas
JAN 07 1985

Article A
Corporation Section

WE THE UNDERSIGNED natural persons of the age of eighteen 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 as Articles of Incorporation for such corporation.

ARTICLE I
NAME

The name of the corporation is Lakes of Coppell Owners Association, Inc., hereinafter sometimes called the "Corporation" or the "Association".

ARTICLE II
NON-PROFIT

The corporation is a non-profit corporation.

ARTICLE III
DURATION

The period of the corporation's duration is perpetual.

ARTICLE IV
PURPOSES AND POWERS

The purpose or purposes for which the Corporation is organized are:

(a) to provide for the maintenance, preservation and architectural control of the Estates, Lots, Lake System and Common Area within that certain property described as Exhibit "A" (the "Property") in that certain Declaration of Covenants, Conditions and Restrictions for the Lakes of Coppell dated November 30, 1984 and recorded in Volume 84244, Page 5412 of the Deed Records of Dallas County, Texas (the "Declaration");

(b) to exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Bylaws of the Association or in the Declaration 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;

(c) to acquire, contract, manage, maintain and care for the property consisting of the Common Area;

(d) to promote the health, safety and welfare of the residents, tenants and occupants within the Property;

(e) to 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 or the Association, including all licenses, taxes or governmental charges levied or imposed against the Property by the Association;

(f) to 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;

(g) to borrow money, and with the assent of two-thirds (2/3) of each class of Members, mortgage, pledge, or hypothecate any or all of its real or personal property as security for money borrowed or debts incurred;

(h) to dedicate, sell or transfer any part of the Common Area to any public agency, authority, or utility for any service to the property above described and any additions thereto, or any part thereof, in accordance with the terms and provisions of the Declaration;

(i) to participate in mergers and consolidations with other non-profit corporations organized for the same purposes or annex additional residential property and Common Area, provided that any such merger, consolidation or annexation shall have the assent of the Members as may be provided for in said Declaration; and

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

The aforesaid statement of purposes shall be construed as a statement of both purposes and of power and shall be broadly construed to effectuate its intent.

ARTICLE V MEMBERSHIP

Every person or entity who is a record owner of a fee or undivided fee interest in any Estate 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 Estate which is subject to assessment by the Association.

ARTICLE VI VOTING RIGHTS

Voting rights of the members are explained and described in the Bylaws of the Association and in the Declaration. Cumulative voting in the election of members of the Board of Directors or in other exercises of the right to vote is prohibited.

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 the the initial Directors are set forth below at Article X.

ARTICLE VIII AMENDMENTS

Amendment, repeal or alteration of these articles, shall require the assent of the membership as more specifically set forth in the Bylaws of the Association and/or in the Declaration.

ARTICLE IX REGISTERED AGENT

The street address of the initial registered office of the corporation is 1000 Pacific Place, 1910 Pacific Avenue, Dallas, Texas 75201, and the name of its initial registered agent at such address is Lawtex Services, Inc.

ARTICLE X
INITIAL BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation is three and the names and addresses of the persons who are to serve as the initial directors are:

<u>NAME</u>	<u>ADDRESS</u>
Tim House	One Lincoln Centre Suite 1000 5400 LBJ Freeway Dallas, Texas 75240
Peter Staks	One Lincoln Centre Suite 1000 5400 LBJ Freeway Dallas, Texas 75240
Douglas Spiker	One Lincoln Centre Suite 1000 5400 LBJ Freeway Dallas, Texas 75240

ARTICLE XI
INCORPORATORS

The name and street address of each incorporator is:

J. Scott Jackson
1000 Pacific Place
1910 Pacific Avenue
Dallas, Texas 75201

Aileen Johnson
1000 Pacific Place
1910 Pacific Avenue
Dallas, Texas 75201

Lyla R. Hines
1000 Pacific Place
1910 Pacific Avenue
Dallas, Texas 75201

IN WITNESS WHEREOF, we have hereunto set our hands, this 3rd day of January, 1985.

J. Scott Jackson
J. Scott Jackson

Aileen Johnson
Aileen Johnson

Lyla R. Hines
Lyla R. Hines

THE STATE OF TEXAS

COUNTY OF DALLAS

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I, Aletta Smith, a Notary Public, do hereby certify that on this 3rd day of January, 1985, personally appeared before me, J. SCOTT JACKSON, being by me first duly sworn, 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.

My Commission Expires:

12/16/87

Aletta Smith
Notary Public, State of Texas

Aletta Smith
(Written or typed name of Notary)

THE STATE OF TEXAS

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COUNTY OF DALLAS

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I, Aletta Smith, a Notary Public, do hereby certify that on this 3rd day of January, 1985, personally appeared before me, AILEEN JOHNSON, being by me first duly sworn, 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.

My Commission Expires:

12/16/87

Aletta Smith
Notary Public, State of Texas

Aletta Smith
(Written or typed name of Notary)

THE STATE OF TEXAS

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COUNTY OF DALLAS

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I, Aletta Smith, a Notary Public, do hereby certify that on this 3rd day of January, 1985, personally appeared before me, LYLA R. HINES, being by me first duly sworn, 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.

My Commission Expires:

12/16/87

Aletta Smith
Notary Public, State of Texas

Aletta Smith
(Written or typed name of Notary)



The State of Texas

Secretary of State

MAR. 23, 1989

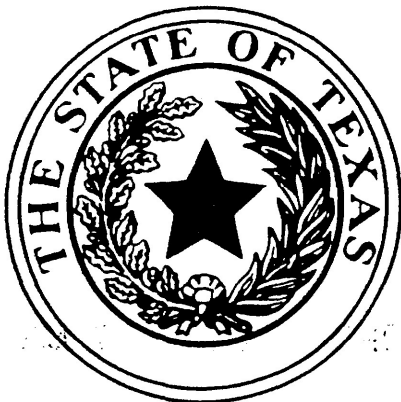
S. ERIC ROGIR
1845 WOODALL RODGERS FRWY STE. 1650
DALLAS ,TX 75201

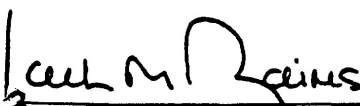
RE:
LAKES OF COPPELL OWNERS ASSOCIATION, INC.
CHARTER NUMBER 00734647-01

IT HAS BEEN OUR PLEASURE TO APPROVE AND PLACE ON RECORD YOUR APPLICATION FOR REINSTATEMENT. THE APPROPRIATE EVIDENCE IS ATTACHED FOR YOUR FILES; THE ORIGINAL HAS BEEN FILED IN THIS OFFICE.

IF WE CAN BE OF FURTHER SERVICE AT ANY TIME, PLEASE LET US KNOW.

VERY TRULY YOURS,



200017 02283

Secretary of State

MAR 21 1989

Clerk in
Corporations Section

By: LAKE OF COPPELL OWNERS' ASSOCIATION, INC. Charter No. 007346471-1
(Corporate Name)
Taxpayer Id. No. 3-0008743616

WHEREAS the charter of the above corporation was forfeited on 1988 for:

1. _____ failure to maintain a registered agent, or
2. X failure to pay State Franchise Tax, or
3. (other)

NOW THEREFORE, the corporation hereby applies for reinstatement of its corporate charter, and requests that the Secretary of State set aside the forfeiture of the corporation.

By: John L. [Signature] 3/15/84
(signature) (title)

- 1) Submit Original and One Copy of the application.
- 2) The application must be signed by an Officer, Director or Shareholder of the Corporation.
- 3) The filing fee for an application for reinstatement is \$50.00 for business corporations. Non-Profit corporations are assessed a filing fee of \$25.00 for non-tax reinstatements. No fee is required for non-profit corporations forfeited for tax reasons.

Document Scanned

By: W. J. [Signature] Date: 8-19-04

File Name: 004 App for Reinstatement

Rec 032199

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