

Articles of Incorporation
Of
Cloisters Block 2 & 3 Homeowners Association, Inc.
(Non-Profit Corporation)

We, the undersigned natural persons, of the age of eighteen (18) years or more,
and being 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

Corporate Name

The name of the corporation is CLOISTERS BLOCK 2 & 3 HOMEOWNERS
ASSOCIATION, INC.

ARTICLE TWO

Corporate Status

The corporation is a non-profit corporation.

ARTICLE THREE

Duration

The period of its duration is perpetual

ARTICLE FOUR

Purposes

The purposes for which the corporation is organized are to maintain and promote the health, recreation, safety and welfare of the residents of the property comprising Cloisters Block 2 & 3, and to provide for the maintenance, preservation and architectural control of the property and for this purpose to:

- (A) exercise the powers and privileges and to perform all of the duties and obligations as set forth in that DECLARATION OF RESTRICTIONS hereinafter called the "Declaration", applicable to the property to be filed and recorded in the Brazos County Deed Records;
- (B) fix, levy, collect and enforce payment of 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 of the Association including all licenses, taxes, or governmental charges levied or imposed against the property of the Association.
- (C) 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;

- (D) borrow money, and with the assent of two-thirds (2/3) of the members to mortgage, pledge, deed in trust, or hypothecate any or all of its real or personal property as security for borrowed money or debts incurred, all subject to any first mortgages of record;
- (E) dedicate, sell, or transfer all of any part of the Common Area to any public agency, authority, or utility for such purposes and subject to such conditions as may be agreed to by the owners. No such dedication nor transfer shall be effective unless an instrument has been signed by two-thirds (2/3) of members authorizing the Trustees to act in behalf of the members for the purpose of accomplishing such dedication, sale, or transfer and all first mortgagees of record;

This corporation shall have and exercise any and all powers, rights and privileges which a corporation organized under the Non-Profit Corporation Act of the State of Texas may by law now or hereafter have or exercise; provided that none of the objectives or purposes herein set out shall be construed to authorize the corporation to do any act in violation of said Non-Profit Corporation Act or Part Four of the Texas Miscellaneous Corporation Laws Act, and all such objectives or purposes are subject to said Acts.

This corporation is organized and operated exclusively for the health, recreation, safety and welfare of the residents, and other non-profit purposes, and no part and any net earnings shall inure to the benefit of any private member.

ARTICLE FIVE

Address

The street address of the initial registered office of the corporation is 1644 Barak Street, Bryan, Texas, and the name of its initial registered agent at such address is Frank Thurmond, III.

ARTICLE SIX

Trustees

The affairs of the corporation shall be managed by a Board of Trustees, being elected by the members of the corporation. The number of trustees shall be, from time to time, as provided by the By-Laws of the corporation. The number of trustees constituting the initial Board of Trustees is three (3), and the names and addresses of the persons who are to serve as the initial trustees are:

NAME

ADDRESS

Frank Thurmond

1700 Barak Lane
P. O. Box 3904
Bryan, Texas 77805

Robert C. Reese

1700 Barak Lane
P. O. Box 3904
Bryan, Texas 77805

Milam Frank Thurmond, III

1700 Barak Lane
P. O. Box 3904
Bryan, Texas 77805

ARTICLE SEVEN

Incorporator

The name and street of each incorporator is:

<u>NAME</u>	<u>ADDRESS</u>
Frank Thurmond	1700 Barak Lane P. O. Box 3904 Bryan, Texas 77805
Robert C. Reese	1700 Barak Lane P. O. Box 3904 Bryan, Texas 77805
Milam Frank Thurmond, III	1700 Barak Lane P. O. Box 3904 Bryan, Texas 77805

ARTICLE EIGHT

Dissolution and Amendment

Upon dissolution of the corporation, other than incident to a merger or consolidation, the assets of the corporation shall be granted, conveyed and assigned to any non-profit corporation, association, trust, or other organizations to be used for purposes for which the corporation was created.

Dissolution of the corporation must be approved in writing by no less than two-thirds (2/3) of the Directors.

IN WITNESS THEREOF, We, the undersigned, have hereunto set out (sic) hands
this 25 day of February, 1985.

Frank Thurmond (signature)

Robert C. Reese (signature)

Milam Frank Thurmond (signature)

STATE OF TEXAS

COUNTY OF BRAZOS

BEFORE ME, a Notary Public, on this day personally appeared FRANK THURMOND, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 25th day of February, 1985.

Vickie Rule (signature)

Notary Public, State of Texas

My Commission Expires:

STATE OF TEXAS

COUNTY OF BRAZOS

BEFORE ME, a Notary Public, on this day personally appeared ROBERT C. REESE, known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this the 25th day of February, 1985.

Vickie Rule (signature)

Notary Public, State of Texas

My Commission Expires;

STATE OF TEXAS

COUNTY OF BRAZOS

BEFORE ME, a Notary Public, on this day personally appeared MILAM FRANK THURMOND, known to me to be the person whose name is subscribed to the foregoing document and, being by me the first duly sworn, declared that the statements therein contained are true and correct.

GIVEN UNDER MY HAND AND SEAL OF OFFICE this 25th day of February, 1985.

Vickie Rule (signature)

Notary Public, State of Texas

My Commission Expires:

(Filed in the Office of the Secretary of Texas/Feb. 26, 1985/Clerk C, Corporations Section)

(Transcribed by Sylvia Grider from a Xerox copy of signed original, March 6, 2008)