



# The State of Texas

SECRETARY OF STATE

The undersigned, as Secretary of State of the State of Texas, HEREBY CERTIFIES that the attached is a true and correct copy of the following described instruments on file in this office:

**DEL PASEO TOWN HOMES ASSOCIATION**

ARTICLES OF INCORPORATION

FEBRUARY 13, 1978

STATEMENT OF CHANGE OF REGISTERED AGENT AND OR OFFICE

JANUARY 30, 1979



*IN TESTIMONY WHEREOF, I have hereunto signed my name officially and caused to be impressed hereon the Seal of State at my office in the City of Austin, this*

22 day of MAY, A. D. 19 85

Secretary of State

FILED  
In the Office of the  
Secretary of State of Texas

FEB 13 1978

Lorna Salzman  
Deputy Secretary, Corporation Division

ARTICLES OF INCORPORATION  
OF  
DEL PASEO TOWN HOMES ASSOCIATION

We, the undersigned natural persons of the age of twenty-one (21) years or more, at least two (2) 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 I

The name of the corporation is DEL PASEO TOWN HOMES ASSOCIATION.

ARTICLE II

The corporation is a non-profit corporation, no part of the income of which is distributable to any members, directors, trustees or officers and no part of the net earnings of which shall inure [other than by acquiring, constructing or providing management, maintenance and care of "association property" (as defined in Section 528(c)(4) of the Internal Revenue Code of 1954, as amended), and other than by a rebate of excess membership dues, if any, fees or assessments] to the benefit of any member or individual.

ARTICLE III

The period of its duration is perpetual.

ARTICLE IV

The purposes for which the corporation is organized are:

(1) To manage, maintain, operate and administer the condominium project known as the "Del Paseo Town Homes (A Condominium)" located in the City of Irving, Dallas County, Texas, and the common elements and easements appurtenant thereto in accordance with the Declaration and Master Deed of Del Paseo Town Homes recorded in the office of the County Clerk of Dallas County, Texas, as well as the by-laws of the Del Paseo Town Homes Association attached to said Declaration and Master Deed (said Declaration and Master Deed, together with all exhibits thereto and any and all supplements and amendments thereto being herein collectively referred to as the "Declaration and Master Deed"),

including, but not limited to, the exercise of all powers and privileges and the performance of all of the duties and obligations of the corporation as set forth in said Declaration and Master Deed;

(2) To operate as a "condominium management association" within the meaning of Section 528(c)(2) of the Internal Revenue Code of 1954, as now existing or as hereafter amended or succeeded;

(3) To fix, levy, collect and enforce payment by any lawful means of all charges or assessments pursuant to the terms of the Declaration and Master Deed; to pay all expenses in connection therewith and all office and other expenses incident to the conduct of the business of the corporation, including all licenses, taxes or governmental charges levied or imposed against the property of the corporation; and

(4) To do all other things necessary and proper to accomplish any and all of the purposes set out herein and to exercise all of the general powers of a non-profit corporation as set forth in the Texas Non-Profit Corporation Act, or any amendments thereto.

#### ARTICLE V

The street address of the initial registered office of the corporation is Suite 2000, Mercantile Commerce Building, 1712 Commerce Street, Dallas, Texas 75201, and the name of its initial registered agent at such address is David P. Smith.

#### ARTICLE VI

The number of Directors constituting the Board of Directors of the corporation shall be fixed by the By-Laws of the corporation as from time to time amended, provided that the number of Directors constituting the initial Board of Directors shall be three (3) and such persons shall hold office until the first annual meeting is held in the manner and at the time and place prescribed by the By-Laws of the corporation. Thereafter, Directors shall be elected and appointed in the manner and for the term or terms as provided in the By-Laws of the corporation. The names and addresses of those persons who are to serve as initial Directors are:

<u>Name</u>	<u>Address</u>
Robert W. Howard	4350 Von Karman Avenue-Suite 350 Newport Beach, California 92660
William A. Howard	4350 Von Karman Avenue-Suite 350 Newport Beach, California 92660
Stephen N. Barnard	4350 Von Karman Avenue-Suite 350 Newport Beach, California 92660

ARTICLE VII

The name and street address of each incorporator is:

<u>Name</u>	<u>Address</u>
David P. Smith	Suite 2000 Mercantile Commerce Building 1712 Commerce Street Dallas, Texas 75201
Glenn Koury	Suite 2000 Mercantile Commerce Building 1712 Commerce Street Dallas, Texas 75201
Arthur M. Wilcox, Jr.	Suite 2000 Mercantile Commerce Building 1712 Commerce Street Dallas, Texas 75201

ARTICLE VIII


Every person, firm, corporation, partnership, association, trust or other legal entity or combination thereof, who or which is the record owner of fee simple title to one or more of the Units (as such term is defined in the Declaration and Master Deed) of the aforesaid condominium project shall be a member of the corporation, and no other person or entity shall be entitled to membership. Each such owner shall be entitled to a vote, the value of which shall equal the total of the percentages of value assigned to the Units owned by such owner as set forth in the Declaration and Master Deed.

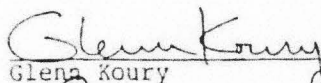
ARTICLE IX

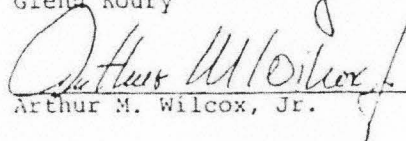
The corporation may make assessments against its members to cover expenses of the corporation and the aforesaid condominium project, all in accordance with the terms, provisions and conditions of the Declaration and Master Deed.

IN WITNESS WHEREOF, we have hereunto set our hands this

9<sup>TH</sup> day of February, 1978.

  
\_\_\_\_\_  
David P. Smith

  
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Glenn Koury

  
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Arthur M. Wilcox, Jr.

