

ARTICLES OF INCORPORATION

OF

MAR 12 1979

MEADOWPARK OWNERS ASSOCIATION, INC.

We, the undersigned, natural persons of the age of ^{Patrick B. Brier} ~~twenty~~ ^{thirty} ~~years~~ ^{years},
one (21) years or more, all of whom are citizens of the State
of Texas, acting as the incorporators of a non-profit 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:

MEADOWPARK OWNERS ASSOCIATION, INC.

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 corporation is organized
are:

1. To engage in such activities as may promote the
health, safety, welfare and common good of the residents of that
certain addition to the City of Midland, Midland County, Texas,
known as Meadowpark 1 and such additional property as may be
brought within the jurisdiction of this corporation by annexation
as provided in Article VIII herein, hereinafter referred to as
"The Properties".

2. To exercise all of the powers and privileges and
to perform all of the duties and obligations of the corporation
as defined and set forth in the Declaration of Covenants and
Restrictions and Provisions For the Care and Maintenance of
Common Areas and Facilities (hereinafter referred to as "Declara-
tion") applicable to the properties, as such "Declaration" may

be from time to time amended.

3. To provide for the acquisition, construction, management, maintenance, and care of the association property.

4. To fix assessments to be levied against "The Properties" and to enforce any and all covenants and restrictions and agreements applicable thereto.

5. The corporation shall have all the powers granted corporations under the Texas Non-Profit Corporation Act. However, notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are in furtherance of residential real estate management or condominium management within the meaning of Section 528 of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE V

The address of the initial registered office of the corporation is 1100 Andrews Highway, Midland, Texas 79701, and the name of its initial registered agent at such address is John S. Phipps.

ARTICLE VI

The number of directors constituting the initial board of directors of the corporation is three (3), and the names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
John S. Phipps	1100 Andrews Highway Midland, Texas 79701
Ray P. Moudy	1100 Andrews Highway Midland, Texas 79701
Thomas L. Alvey	1100 Andrews Highway Midland, Texas 79701

Directors need not be members of the corporation, and the election, term of office and removal of directors shall be as provided in the by-laws.

ARTICLE VII

The name and street address of each incorporator is:

<u>Name</u>	<u>Address</u>
John S. Phipps	1100 Andrews Highway Midland, Texas 79701
Ray P. Moudy	1100 Andrews Highway Midland, Texas 79701
Thomas L. Alvey	1100 Andrews Highway Midland, Texas 79701

ARTICLE VIII

Additions to "The Properties" described in Article IV may be made only in accordance with the provisions of the "Declaration", and such additions, when properly made under the "Declaration", shall extend the jurisdiction, functions, duties, and membership of this corporation to such properties.

ARTICLE IX

This corporation is intended to be organized as a Homeowners Association as defined in Section 528 of the Internal Revenue Code of 1954 and the corporation hereby elects to have Section 528 apply; and all terms and provisions of these articles and all operations of the corporation shall be construed, applied and carried out in accordance with such intent. Furthermore, no part of the net earnings of the corporation shall inure to the benefit of any private member or individual (other than by acquiring, constructing, or providing management, maintenance, and care of association property, and other than rebate of excess membership dues, fees or assessments.)

John S. [Signature]

Ray L. [Signature]

W. L. [Signature]

SWORN to on March 2, 1979, by the above named
incorporators.

Betty [Signature]
Notary Public in and for Midland
County, Texas