

**ARTICLES OF INCORPORATION  
OF**

**UNIVERSITY PLACE CONDOMINIUM HOMEOWNERS  
ASSOCIATION, INC., A Texas Nonprofit Corporation**

FILED  
In the Office of the  
Secretary of State of Texas  
FEB 19 1999

Corporations Section

I, the undersigned natural person over the age of eighteen years, acting as incorporator of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

**ARTICLE 1**  
**CONDOMINIUM ASSOCIATION**

The corporation shall be, mean, and constitute the unit owners' association, organized pursuant to Section 82.101, Texas Uniform Condominium Act, which is defined as the "Association" in the "DECLARATION OF UNIVERSITY PLACE CONDOMINIUM recorded or to be recorded the Official Records of Brazos County, Texas, as amended from time to time (the "declaration"), with respect to certain real property located in the City of College Station, Brazos County, Texas, and described in the declaration.

**ARTICLE 2**  
**NAME**

The name of the Association is UNIVERSITY PLACE CONDOMINIUM HOMEOWNERS ASSOCIATION, INC.

**ARTICLE 3**  
**NONPROFIT**

The Association is a nonprofit corporation, organized pursuant to the Texas Non-Profit Corporation Act.

**ARTICLE 4**  
**DURATION**

The duration of the Association shall be perpetual.

UNIVERSITY PLACE CONDOMINIUM HOMEOWNERS ASSOCIATION, INC.

**ARTICLE 5**  
**PURPOSES**

The general purposes for which the Association is formed are to exercise the rights and powers and to perform the duties and obligations of the Association, in accordance with the declaration, the bylaws of the Association, and State law, including the Uniform Condominium Act, as each may be amended from time to time. By way of explanation, but not limitation, the Association's specific purposes may include:

**ARTICLE 6**  
**POWERS**

In furtherance of its purposes, the Association shall have the following powers which, unless indicated otherwise by these articles, the declaration, the bylaws, or State law, may be exercised by the board of directors:

1. All rights and powers conferred upon nonprofit corporations by State law in effect from time to time;
2. All rights and powers conferred upon condominium associations by State law, including the Uniform Condominium Act, in effect from time to time; and
3. All powers necessary, appropriate, or advisable to perform any purpose or duty of the Association as set out in these articles, the bylaws, the declaration, or State law.

**ARTICLE 7**  
**MEMBERSHIP**

The Association shall be a non-stock membership corporation. The declaration and bylaws shall determine the number and qualifications of members of the Association; the classes of membership, if any; the voting rights and other privileges of membership; and the obligations and liabilities of members. Cumulative voting is not allowed.

**ARTICLE 8**  
**MANAGEMENT BY BOARD**

The management and affairs of the Association shall be vested in the board of directors, except for those matters expressly reserved to others in the declaration and



**ARTICLE 11**  
**AMENDMENT OF ARTICLES**

These articles may be amended in accordance with the Nonprofit Corporation Act, subject to the following:

1. An amendment shall not conflict with the declaration or the Uniform Condominium Act.
2. An amendment shall not impair or dilute a right granted to a person by the declaration, without that person's written consent.
3. Without member approval, the board of directors may adopt amendments permitted by Art. 1396-4.02.A(4) of the Nonprofit Corporation Act.

**ARTICLE 12**  
**AMENDMENT OF BYLAWS**

The bylaws of the Association shall be amended or repealed according to the amendment provision of the bylaws, which may reserve those powers to the members, exclusively.

**ARTICLE 13**  
**DISSOLUTION**

The Association may be dissolved only as provided in the declaration, bylaws, and by State law. On dissolution, the assets of the Association shall be distributed in accordance with the declaration provision for distribution upon termination. If the declaration has no such provision, then in accordance with the termination provision of the Uniform Condominium Act. [TNPCA 1396-6.02.A.(3)]

**ARTICLE 14**  
**ACTION WITHOUT MEETING**

Pursuant to Article 1396-9.10.C. of the Nonprofit Corporation Act, any action required by the Nonprofit Corporation Act to be taken at a meeting of the members or directors, or any action that may be taken at a meeting of the members or directors or of any committee may be taken without a meeting if a consent in writing, setting forth the action to be taken, is signed by a sufficient number of members, directors, or committee members as would be necessary to take that action at a meeting at which all of the members, directors, or members of the committee were present and voted.

BOOK 111111

[TNPCA 1396-9.10.C.]

**ARTICLE 15**  
**INITIAL BOARD OF DIRECTORS**

The initial board shall consist of three directors who shall serve as directors until their successors shall have been elected and qualified, as provided in the bylaws. The name and address of each initial director is as follows:

Name	Address
Robert N. Bradley	2117 Rosalind Avenue Roanoke, VA 24014
Jim Britt	2117 Rosalind Avenue Roanoke, VA 24014
Bruce Hobart	2117 Rosalind Avenue Roanoke, VA 24014

**ARTICLE 16**  
**INITIAL REGISTERED AGENT**

The name of the Association's initial registered agent is Cully Lipsey. The address of its initial registered office is 1021 University Drive East, College Station, Texas 77840.

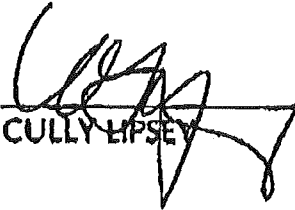
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**ARTICLE 17**  
**INCORPORATOR**

The name and address of the incorporator are as follows:

Cully Lipsey  
1021 University Drive East  
College Station, Texas 77841

I execute these Articles of Incorporation on this day of February 19,  
1999.

  
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CULLY LIPSEY

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